TM & © 2004 MARVEL

THIS YEAR, YOUR FAVORITE MARVEL CHARACTERS ARE GOING BACK TO SCHOOL WITH YOU ON MEAD SCHOOL SUPPLIES.

NOTEBOOK PAPER

(INCLUDES IRON-ON TRANSFER)

THE ORGANIZER®

POCKET PORTFOLIOS

PINCHLESS™ SLIDE-RING NOTEBOOK

SPIRAL® NOTEBOOKS

LOOK FOR MARVEL-OUS MEAD MARVEL CHARACTERS WHEREVER YOU BUY SCHOOL SUPPLIES.

ONLY FROM mead

TM & © 2004 MARVEL

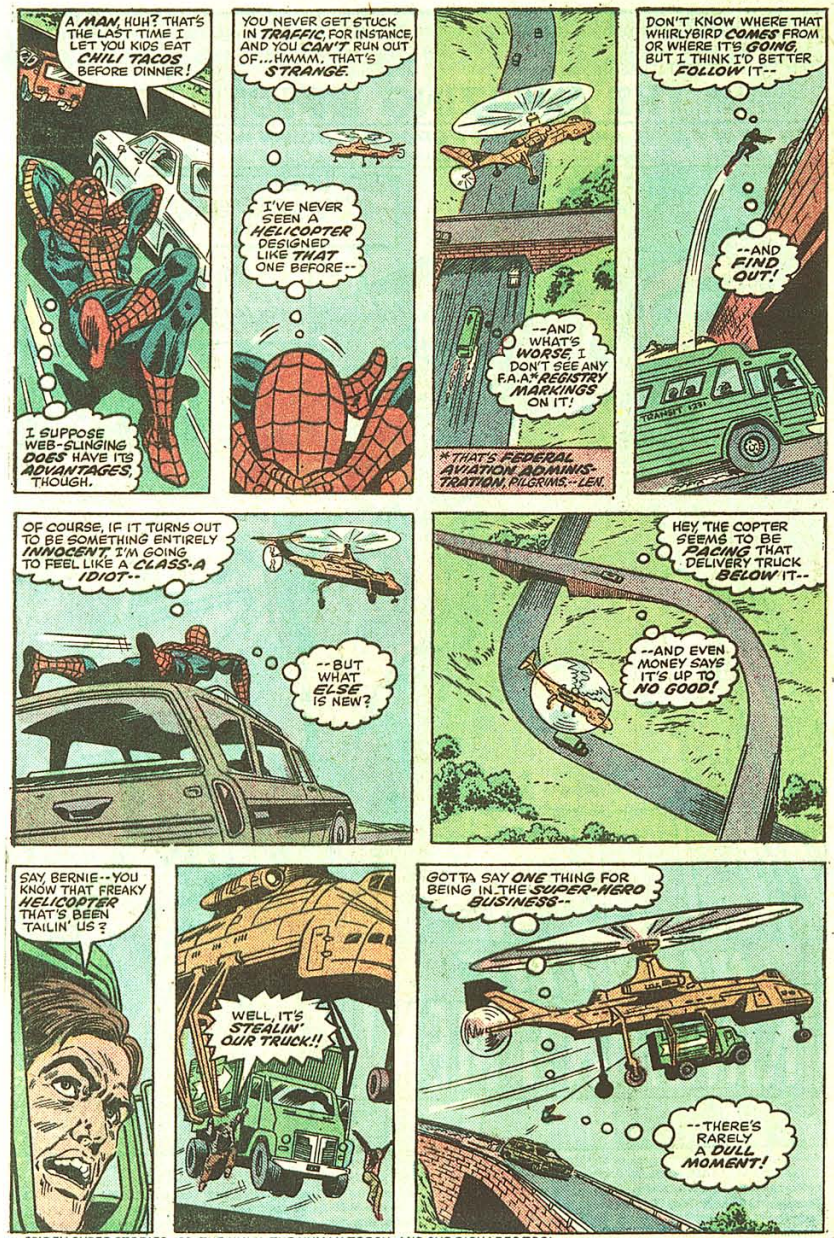
While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

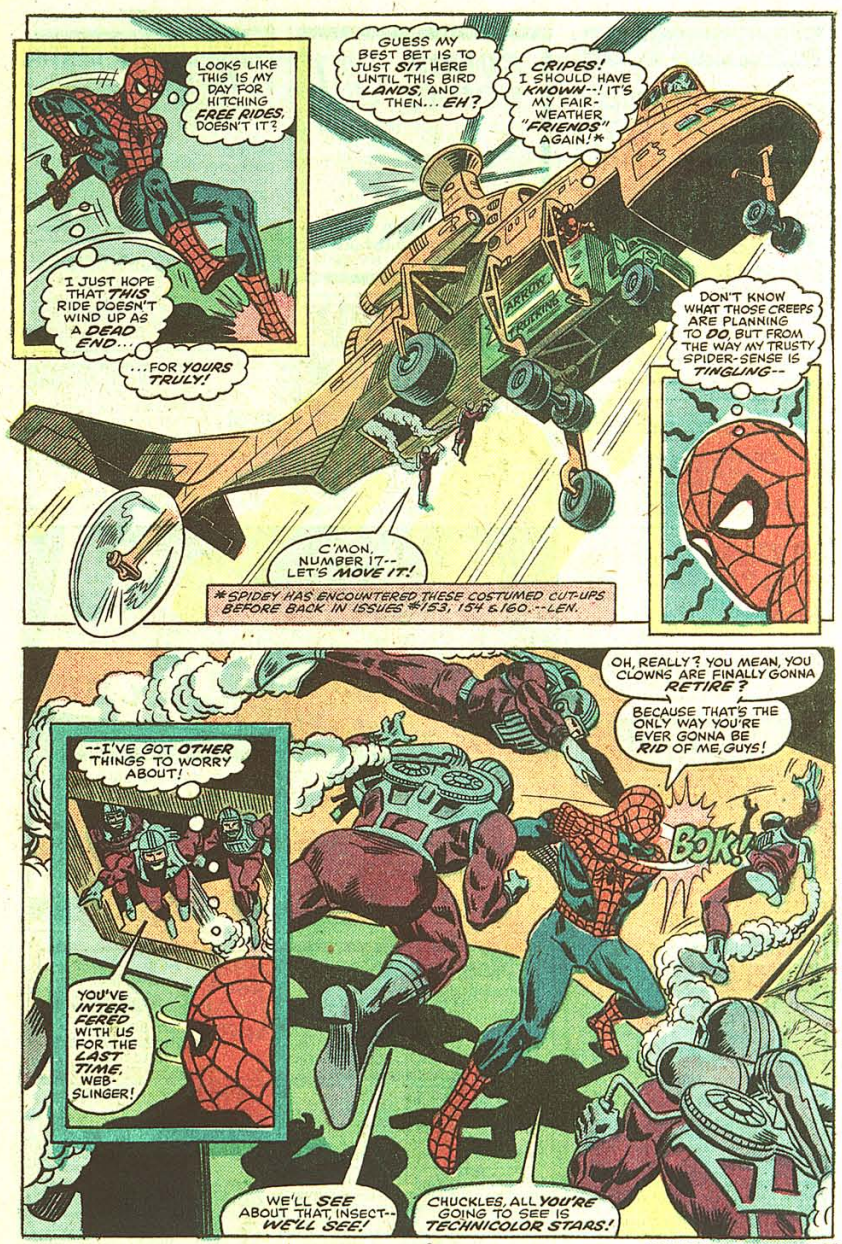
LEN WEIN WRITER/EDITOR | ROSS ANDRU ILLUSTRATOR | MIKE ESPOSITO EMBELLISHER | GLYNIS WEIN COLORIST | JOE ROSEN LETTERER

AMAZING SPIDER-MAN™ is published by MARVEL COMICS GROUP, OFFICE OF PUBLICATION: 575 MADISON AVENUE, NEW YORK, N.Y. 10022. SECOND CLASS POSTAGE PAID AT NEW YORK, N.Y. AND AT ADDITIONAL MAILING OFFICES. Published monthly. Copyright©1976 by Marvel Comics Group: A Division of Cadence Industries Corporation. All rights reserved 575 Madison Avenue, New York, N.Y. 10022. Vol. 1, No. 163, December, 1976 issue. Price 30¢ per copy in the U.S. and Canada. Subscription rate $4.00 for 12 issues. Canada, $5.00. Foreign, $6.00. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. Printed in the United States of America.

TM & © 2004 MARVEL



TM & © 2004 MARVEL



CONTINUED AFTER NEXT PAGE

TM & © 2004 MARVEL

make money FAST!

Start making money at once in your spare time selling beautiful LIFE-TIME METAL SOCIAL SECURITY PLATES. Sells on sight! The fastest business to get into requiring NO investment.

FREE SALES KIT!

Everything you need will be sent in the FREE SALES KIT. Send coupon today. No obligation.

ANCHOR SPECIALTIES CO.
DEPT M 19 BOX 3958
NORTH PROVIDENCE, R. I. 02911
Rush money-making FREE SALES KIT.
Name _____
Address _____
City _____ State _____ Zip _____

COMIC BOOKS FOR SALE

250,000 in stock. The complete Marvel & DC Groups from 1935—1977. Also Radio Giveaways, Pulps, Doc Savage, Walt Disney Pubs., Movie Items etc. from 1900-1977. We also buy. Send selling list with prices.

GIANT CATALOG 70¢
HOWARD M. ROGOFSKY
P.O. Box 1102-Flushing, N.Y. 11354

INDIAN-LINCOLN CENTS By The Pound!

I'm selling my trunkful from the 1880's up to WW II.
One pound $11
Sample sack of 25 ..... $3
Add $1 per lb. (postg & hdlg).
MRS. PENNY FISHER
Box 1778-MA Encino, Ca. 91316

OLD COMIC BOOKS!

MARVELS and DC's MORE! 100,000 in stock! Movie, Radio, Items, Big Little Books, mags, new books too! I Buy/Sell/Trade; Lists for 25¢ in coin. Overstreet's COMIC BOOK PRICE GUIDE $7.50 postpaid! Lionel trains too! Visit the Store or Write:
KEN PIERCE—Box 332, Park Forest, Ill. 60466

KUNG-FU SANDALS

AUTHENTIC! Worn for centuries by Oriental Fighting Masters
- Hand-made. 100% rice-straw.
- Ideal indoors/outdoors
- Every pair from TOHOKU region of Old Japan

Rush foot-tracing & $3.00 to:
MIKADO CRAFTS P.O. Box 863 Bridgeport, Conn. 06601

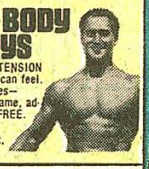
EERIE SKULL FLASHLIGHT

LIGHTS AT TOUCH OF SECRET BUTTON! FREE KEY CHAIN. (BATTERY INCLUDED.)
Only $1.50 each
Catalog 25¢
INTERVERSE
P.O. Box 582
Bronx, New York 10451

COMIC LIST — #8

Send a self addressed, stamped return envelope to:
COMIC SALES COMPANY
BOX M-352 — BROOKLYN, N. Y. 11211

AN ATLAS BODY --IN 7 DAYS



my method of DYNAMIC-TENSION starts giving results you can feel. Add pounds of big muscles—lose "pot belly." Send name, address for 32 page book—FREE.
CHARLES ATLAS
49 W. 23rd St., New York, N.Y. 10010, Dept. XX60

We Buy and Sell Comic Books

MARVEL COMICS GROUP CHECK LIST AND PRICE LIST

OVER 100,000 COMICS IN STOCK! Send $1.00 for complete list and 48-page Marvel Pocket Checklist with sample comic bag— 50c for price list only!

ROBERT BELL
BOX 18 - HAUPPAUGE, N.Y. 11787

DRAFTING PAYS BIG!

1974 Survey of 6,000 draftsmen by American Institute for Design & Drafting reveals Draftsmen salaries up 25% in 3 years! GI and VA Benefits
• LEARN DRAFTING AT HOME!
FREE! "CAREER KIT"
NAME _____ AGE _____
CITY _____
Accredited National Home Study Council
ADDRESS _____ STATE _____ ZIP _____
NORTH AMERICAN SCHOOL OF DRAFTING,
4500 Campus Dr., Dept. RJ086 Newport Beach, Calif. 92663

GIANT SHIRT CATALOG

Over 2000 designs!
There's 100 pages, over 5000 fun things like sew on patches — gags — rings — chopper stuff — decals — posters — jokes — knives — buckles — guns.
Catalog $1 — Refundable
FONZ 2607 HENNEPIN AVE. SO. DEPT. P-66 MINNEAPOLIS, MN 55408
28 1099
FONZ T SHIRT $3.95
Advise Your Size

JOIN THE GOLD RUSH

Now you too can own your own Piece of Gold. These genuine "Mexican Gold Peso Tokens" are available to all prospectors at $4.65 ea. 100 that's right, 100 old mixed "Wheaties" $4.75. "Old Indian Pennies" $1.40 each.
A & I COINS 199 East Ridgewood Ave.
Ridgewood, New Jersey 07450
EVERY ORDER GETS A FREE GIFT

OWN YOUR OWN WHEELS!

Surfs-Up SKATE BOARD
by Skate-Em Only $12.95
the NEW FUN SPORT that's sweeping the country!
You can really get around! Now only $12.95 plus $1.00 for postage. Includes FREE membership to NSBA and your initials stamped on your board. Ready to Ride - Flexible - 24" - Unbreakable - Wide Polyurethane Wheels - Rust Resistant Hardware. Green, Yellow, Orange or Blue. The BEST for LESS! For Speedy Delivery: Rush your name & address with check or money order to: Skate-Em, Box 4159 Malibu, Ca. 90265

Comic Catalogue

250,000 COMICS IN STOCK
ILLUSTRATED 64 PAGE CATALOG
COMICS • PULPS • BOOKS •
WE BUY & SELL!
Comic Book Stores Throughout San Diego
50¢ CATALOGUE PRICE REFUNDABLE WITH FIRST ORDER

SEND 50¢ FOR OUR HUGE CATALOGUE

Pacific Comics

P.O. BOX 99217
SAN DIEGO, CA. 92109
(714) 270-6911

POEMS

WANTED for Musical Setting & Recording by AMERICA'S LARGEST SONG STUDIO. Send poems. Free examination
Five Star Music Masters, 101 Tremont, Dept. 30, Boston, Mass. 02108

CB POCKET DICTIONARY!

Instantly be able to use the Citizens Band Radio Code Words like an expert does! If you wish to be able to use the CB jargon send $1.00 to: Revod Press, Box L, Dover, Pa. 17315

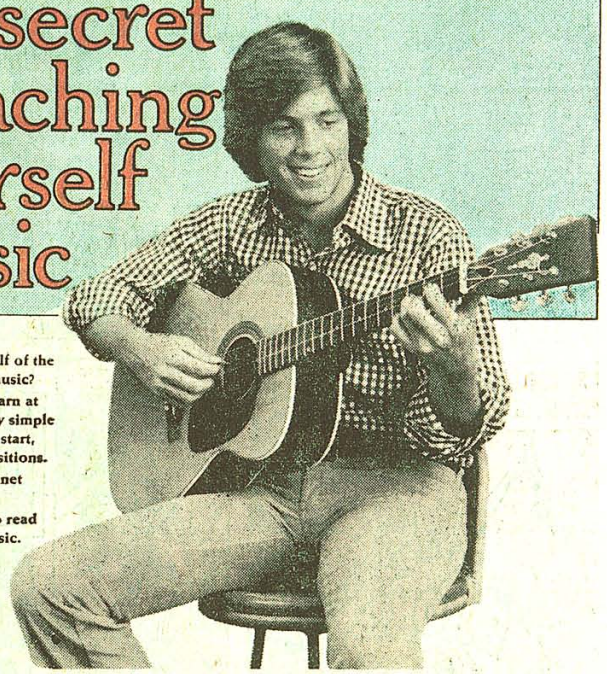
THE MARVEL COMICS INDEX

Over 3000 COVER PHOTOS! Every MARVEL INDEXED! The MARVEL UNIVERSE at your fingertips in 14 parts. SEND $4.45 pp for part 1 Spiderman, G & T ENTERPRISES, P.O. BOX 127, STATION T, TORONTO, CANADA

GRANDMA'S COMICS
Comics, posters, sci-fi, fanzines, & undergrounds. For catalog send 20¢ to: GRANDMA'S COMICS, Box 15304, Austin, TX 78761

TM & © 2004 MARVEL

The secret of teaching yourself music



Why keep depriving yourself of the thrill of making your own music?

Here's a pleasant way to learn at home in spare time. You play simple familiar tunes right from the start, then more advanced compositions.

Choose piano, guitar or spinet organ.

No gimmicks—you learn to read notes, play regular sheet music.

It really works! Thousands now play who never could.

It may seem odd at first – the idea of teaching yourself music. You might think you need a private teacher at $4 to $10 per hour to stand beside you and explain everything you should do – and to tell you when you've made a mistake.

But surprising as it seems, you need no such thing. Thousands of people just like you have taught themselves to play with the U.S. School of Music courses. By mail. And you can too.

With our lessons, you learn to play the right way – by note from regular sheet music. Without any gadgetry or gimmickry. And all it costs you is just pennies a day.

You don't need any previous musical training. Our lessons start you off "from scratch" with clear word-and-picture instructions. A lot of the songs you practice first are simple tunes you've heard many times. And since you already know how these tunes are supposed to sound, you can tell immediately when you've "got them right."

Then you go on to more advanced pieces. By this time you can tell if your notes and timing are right, even without ever having heard the songs before. Sooner than you might think possible, you'll be able to play whatever kind of music you like. Folk. Popular. Classical. Show and dance tunes. Hymns.

You learn in your spare time, in the privacy and comfort of your own home. There's no one standing over you to make you nervous. And because you teach yourself, you can set your own pace. You're free to spend as much time mastering any lesson as you wish.

How effective are the lessons? Ask Jeffrey Livingston of York, Pa. "I thought the organ course was excellent," he writes. "I knew almost nothing about playing an instrument before I enrolled. Now I can play not only the organ, but the piano too. My new music ability has enabled me to play at churches and small conventions. I am even considering making music my career."

Another recent graduate, Cecelia Feeney of Vineland, N.J. reports: "It's like a dream come true. Knowing how to play the piano and read music has given me new self-confidence."

If you've ever dreamed of being able to play the piano, the guitar, or the spinet organ, why not learn more about our convenient, economical way to learn? Send for our free booklet *Be Your Own Music Teacher*. With it we'll include a free "Note-Finder." There's no obligation. Just mail the coupon to the U.S. SCHOOL OF MUSIC, A Home Study School Since 1898, 417 South Dearborn Street, Chicago, Illinois 60605.

©1975 U. S. SCHOOL OF MUSIC

U.S.S.M.
U.S. School of Music. Studio 10-600
"Home Study School Since 1898."
417 South Dearborn Street, Chicago, Illinois 60605

I'm interested in learning the secret of teaching myself to play the instrument checked below. Please send me, FREE, illustrated booklet. (Free "Note-Finder" included with Piano or Guitar booklet.) I am under no obligation.

☐ Guitar (pick style) ☐ Piano
☐ Spinet Organ (2 keyboards)

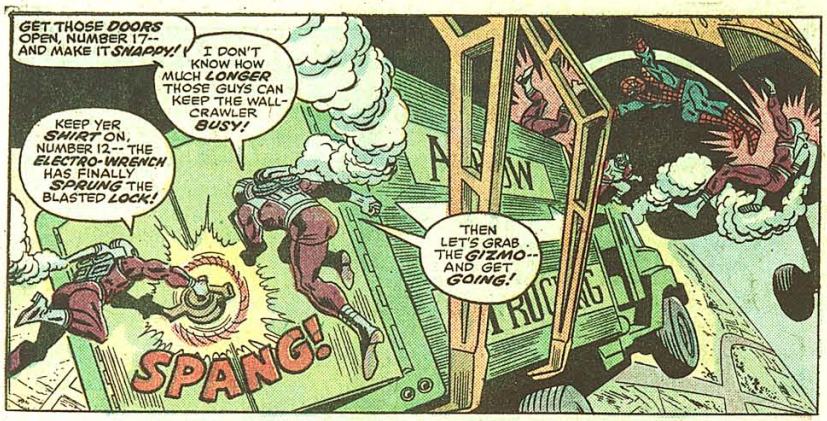
Mr.
Mrs. _____ Age _____
Miss
PRINT NAME (17 OR OVER)

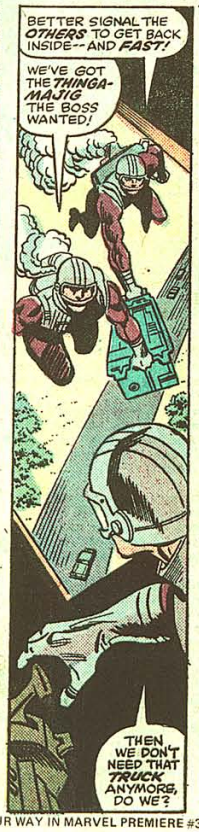
Address _____

City _____

2 State _____ Zip _____

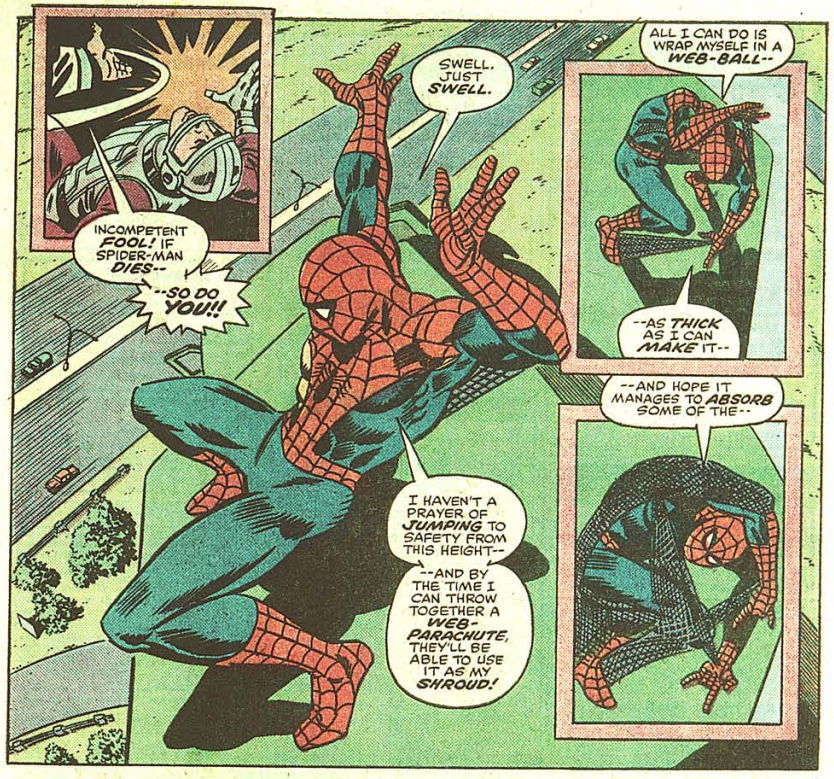
TM & © 2004 MARVEL

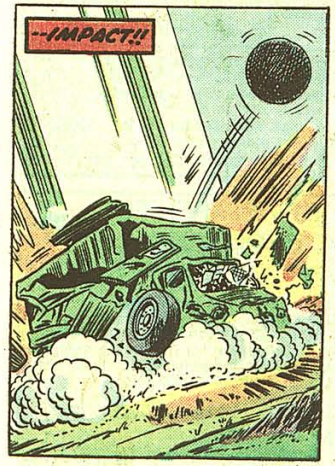


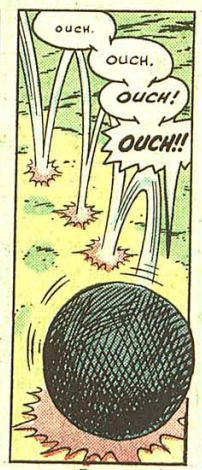


HEAR YE! SOLOMON KANE WILL BE SWASHBUCKLING YOUR WAY IN MARVEL PREMIERE #33!

TM & © 2004 MARVEL







CONTINUED AFTER NEXT PAGE

TM & © 2004 MARVEL

extra income SELL showing this FREE SAMPLE

ENGRAVED METAL SOCIAL SECURITY PLATES including Carrying Case, Emergency Card and 8-Yr. Calendar for only $2. You keep $1 per sale. Make $10 OR MORE per hour.

NO INVESTMENT

SEND COUPON FOR FREE ORDER-TAKING OUTFIT TODAY!

ENGRAVAPLATES, DEPT. 76
BOX 10460 • JACKSONVILLE, FLA. 32207
Please rush FREE order-taking outfit with actual sample. No obligation.
Name _____
Address _____
City _____
State _____ Zip _____

BRITISH AND EUROPEAN COMIC COLLECTORS!!!

We supply MARVELS (US & UK Editions) DC's & Warrens, monthly, to every country in EUROPE! If in London, visit our shop. We also buy. Send your selling list and prices to:

JIM CAMPBELL
SF & COMIC BOOK CO.,
26, Hillgate Street,
London, W.8. ENGLAND
25p.U.K. 75c.U.S.for monthly lists. Tel; 01-727 8934
Dealers rates available.

Mr. Spock Computer Image

- Big 17"x22" computer scanner image of Mr. Spock. $1.50
- Futures issue of **Creative Computing** magazine. Artificial intelligence, extraterrestrial intelligence, microprocessors, videodiscs, and more! ... $1.50
- Games & Puzzles issue of **Creative Computing**. 88 pages of games and puzzles for pocket calculators, computers and humans. Computer chess, HV maze game, loads more! $1.50.
- Creative Computing, Box 789-M, Morristown, N.J. 07960.

Selling - COMIC BOOKS - Buying
$100,000 Inventory
Marvel, D. C., Golden Age
LARGE CATALOG 50c
Includes Samples & 1.00 Credit Card
JACK HUNT
Box 194M Kenmore, N. Y. 14217

FREE MUSCLE SECRETS

Add 10" Muscle to chest, 6" to arms. GAIN ½" DAILY. Free information. Send 25¢ postage & handling.
FREE MUSCLE BUILDERS Dept.CC
232 W. Front St., Napoleon, OH 43545

KILLER-SHARK
Shock and surprise your friends with this huge 6' sq. ft. SHARK POSTER. Full color. Live action shark attack tearing a human to pieces. Hurry. Send $3.95 to "WHITE MAKO", 1505 Aviation Blvd, Redondo Beach, Ca 90278. 10 day money back guarantee. WARNING! NOT FOR SISSIES!

MARKET PLACE
For ad rates write Classified, 100 E. Ohio, Chicago

COINS—CURRENCY
★ ASSORTED-WHEATBACK-CENTS. 10 for $1.00, 25c Postage. M&M Coins, P.O. Box 586, Davenport, Iowa 52801.

HOME MOVIES
★ SUPER 8 Entertainment films for sale. Free Catalog. Cinema Eight, Box CG, Chester, CT 06412.

OF INTEREST TO ALL
★ TWO POWERFUL BAR MAGNETS. $1.35. Magnets, 192-CG, Randallstown, Maryland 21133.

EDUCATION—HOME STUDY
DETECTIVE COURSE. Free Information. Universal Detectives, Box 8140HB, Universal City, CA 91608.

MONEY MAKING OPPORTUNITIES
HOMEWORK! BIG MONEY Addressing, mailing envelopes. Exciting offer 10c. Linco, 3636-C Peterson, Chicago 60659.
$175.00 WEEKLY correcting pupils' lessons! Samples, $1.00! Castle's, 507-CL Fifth, NYC 10017.

SONG POEMS—MUSIC
POEMS WANTED IMMEDIATELY. Nashville Music Productions, Box 40001-CG, Nashville, Tenn. 37204.

PERSONAL—MISCELLANEOUS
WARTS. Vergo® Cream is painless, safe, easy. At all better pharmacies.
★ HOW INTELLIGENT ARE YOU? Self-scoring test reveals I.Q. in 45 minutes! Send $2.00 today —guaranteed!! Trans-Action, Box 8731, Boston, Massachusetts 02114.

ADVERTISERS—AGENCIES
★ "SECRETS OF SUCCESSFUL CLASSIFIED ADVERTISING" tells short-cuts to bigger mail response and profits. Includes copy-hints plus where to place your ads and why—and much more. $2.00 postpaid. Refundable. Free Details about millions-of-prospects for your "offer." Write: S. Omasti, Dept. SO-11, Classified, Inc., 100 East Ohio Street, Chicago, Illinois 60611.

Marvel Comics Back Issues For Sale
FREE giant new buying & selling list now available. Over 250,000 Marvels listed in Good, Fine & Mint condition. Huge inventory of key GOLDEN AGE DCs, Timelys, etc. Low prices. Fast service. Try us; you'll like us. R. Crestohl, 4969 Victoria Ave. Montreal, Can.

How to WRITE, SELL and PUBLISH
YOUR OWN SONGS
Learn how to write songs correctly. How to get them recorded. How to sell and promote them. Secrets and methods used by professionals. Information free
ACE PUBLISHING, Dept.5, Box 64 - BOSTON, MASS. 02101

Hey! Comic Collectors
Only 25¢ for our catalogs of 1000's of Marvel & D.C. Comics including our **New Estell Buck** worth 25¢ on your 1st purchase. Find how you can get Estell Bucks good on purchases from our Co. Low prices. 24hr. service. Estell Comics Box 23442, San Diego, CA 92123

MARVEL BACK ISSUE CATALOG FREE
Low, LOW prices. Fast, dependable service on all Marvel titles, all numbers. Over 50,000 in stock. Send for our **FREE** buying, selling price list today. Superhero Comics, Box 128, Weston, Ont. Canada M9N 3M6.

ARE YOU UNLUCKY?
GENIE WILL CHANGE YOUR LUCK!

only $3 Aladdin's Own Lucky Genie cast from the ancient original, 24K gleaming GOLD PLATE. Famous for good luck. Rub Him. He's yours to command. Try Him—See your LUCK improve or your money back. Free History. Free Lucky Book & Famous Good Luck Prayer. No C.O.D.'s
Advance Merchandise Corporation of America
Box 617, Dept.MM Lynbrook, N.Y. 11563

EASY TO BUILD PLANS AND INSTRUCTIONS
Go Kart - - - - - - - - $2.00
Mini Bike - - - - - - - $2.00
Both Plans - - - - - - $3.00
Build Your Own and Save Money
RWM SALES
P. O. Box 860A
Belleville, Ill. 62222

COLLECTOR'S KIT
ELVIS THE KING
Posters • Stamps • Photos
Banners • Wallet Pictures
OODLES & OODLES OF GOODIES
Only $3.98 plus 50c postage
TOGETHER
7168 Melrose Av. Dept. E 240
L.A. Calif. 90046

We BUY and SELL COMICS
Over 500,000 copies in stock. 1938 to present issues. We are well known as specialists in Marvel and DC comics. Send 50¢ for our Big illustrated buying and selling comic catalog.
Clint's Comics, 3943-M Main, Kansas City, Mo. 64111

A WEEKLY NEWSPAPER FOR COMIC BOOK FANS!
Each week THE BUYER'S GUIDE FOR COMIC FANDOM features over 70 newspaper-sized pages, with ads and articles on comic books, comic strips, fanzines, conventions, old radio shows, contests, interviews, and MORE! Also NEWS on the current comic industry! A full year subscription -52 ISSUES- is only $5.00 ... that's about 9¢ a copy! We're read by all the "pro's" in the industry and we have been recommended by all the major comic book companies. DON'T WAIT ANY LONGER...SUBSCRIBE TODAY!
$5.00 FOR 52 ISSUES DynaPubs, Inc.
15800 RT. 84 N. ~ E.MOLINE, IL 61244

TM & © 2004 MARVEL

The Mighty Meat Snack conquers The Horrible Hungries.

You've tangled with the Hungries before. They sneak up behind you at the library, and make your stomach growl until your face turns red. They strike when you're halfway home from school, at least ten minutes from the nearest sandwich.

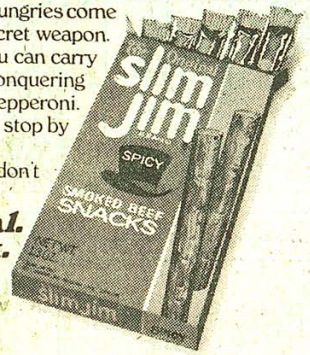
If you want to be ready, next time the Hungries come around, try taking along your pocket-size secret weapon.

Slim Jim.® The mighty meat snack you can carry anywhere, and eat anytime. In six Hungries-conquering flavors - mild, spicy, pizza, bacon, salami, and pepperoni.

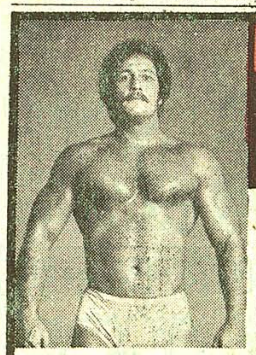
So pick up Slim Jim the next time you stop by the grocery store.

If you don't, and the Hungries get you, don't say we didn't warn you.

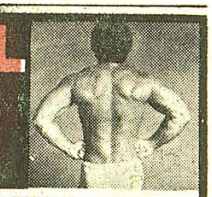
A little less than a meal. A little more than a snack.



*Slim Jim is a registered trademark for meat snacks.



POWERFUL MUSCLES FAST!!



FASTEST MUSCLE BUILDING SYSTEM KNOWN TO MAN!
Muscle Builders will give you the kind of SUPER BODY that girls admire and men respect. You can add 10" of steel-like muscles to your chest, 6" to your arms, and can melt up to 12" from your waist. Your strength will double or even triple!!

GAINS OF UP TO ½" OF MUSCLE PER DAY!
With our ½ INCH A DAY SYSTEM, you can actually gain up to ½ inch of muscle per day. Muscle Builders takes the "sleeping" muscles already present in your body — and builds them fast through our secret MUSCLE PUMP techniques. With a minimum of effort, you can have yard-wide shoulders, a rock-hard stomach, huge arms, and powerful legs. Regardless of your age, height, or present build, you can build a fabulous body. If you're underweight, you can add slabs of muscle. If you're overweight, you can replace that fat with rock-hard muscle.

LOWEST PRICED BODYBUILDING SYSTEM AVAILABLE!
Muscle Builders is the lowest priced bodybuilding system available. Muscle Builders costs less that ¼ as much as similar, yet inferior systems. Yet, Muscle Builders is the best available.

SEND FOR FREE MUSCLE BUILDING INFORMATION TODAY!
You can have the rippling muscles of a physique star. Mail the coupon for our free muscle building information. Please enclose 25¢ to help cover postage & handling costs.

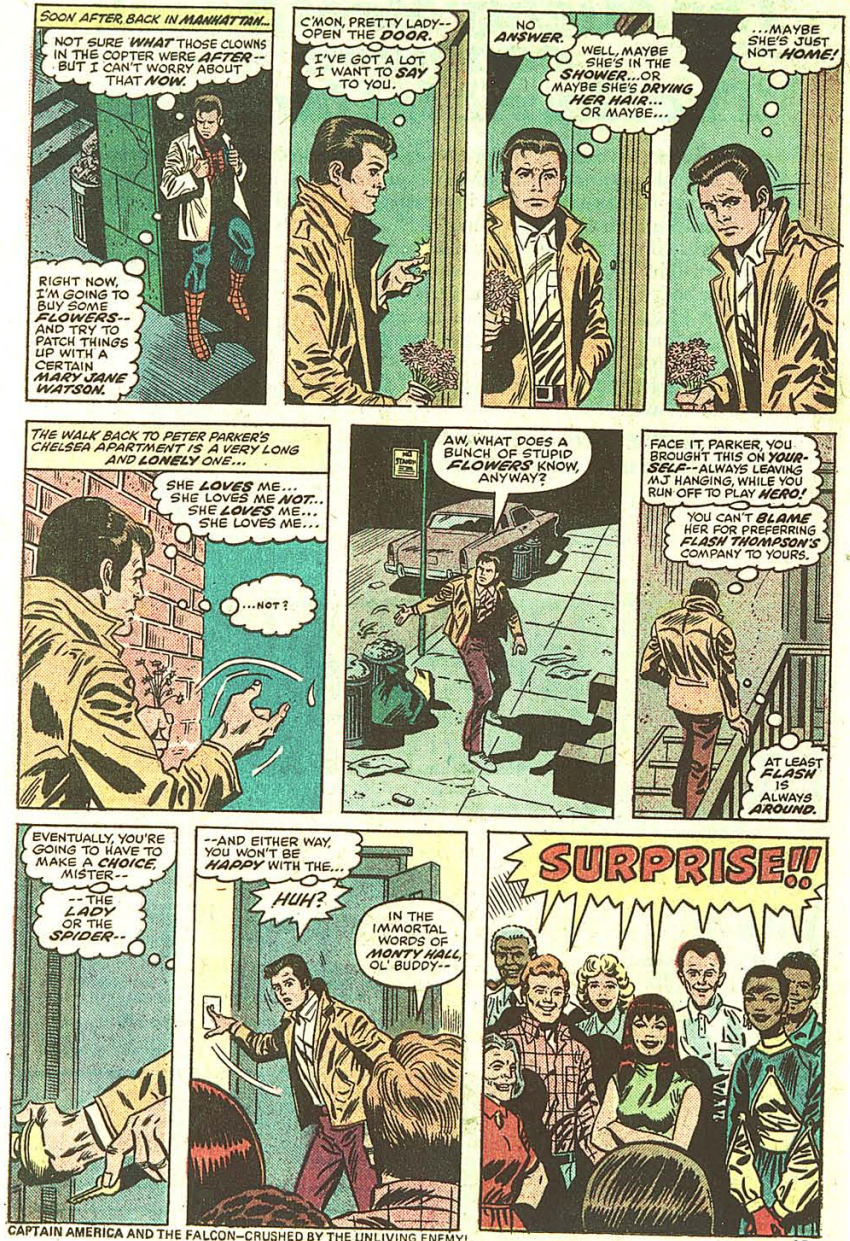
"GAINS 14 POUNDS OF MUSCLE IN 14 DAYS"
I have gained 14 pounds in only 2 weeks. My arms and chest are much bigger.
Doug Elliott

"LOST 8" OFF HIS WAIST"
I knocked 8" off my waist and have lost 20 pounds of fat. I'm twice as strong.
R. Bonham

"GIRLS NOTICE HIM"
My arms are now 19", chest 51", thighs 26", and waist 32". All the girls notice me now.
T. B. Pinsoneault

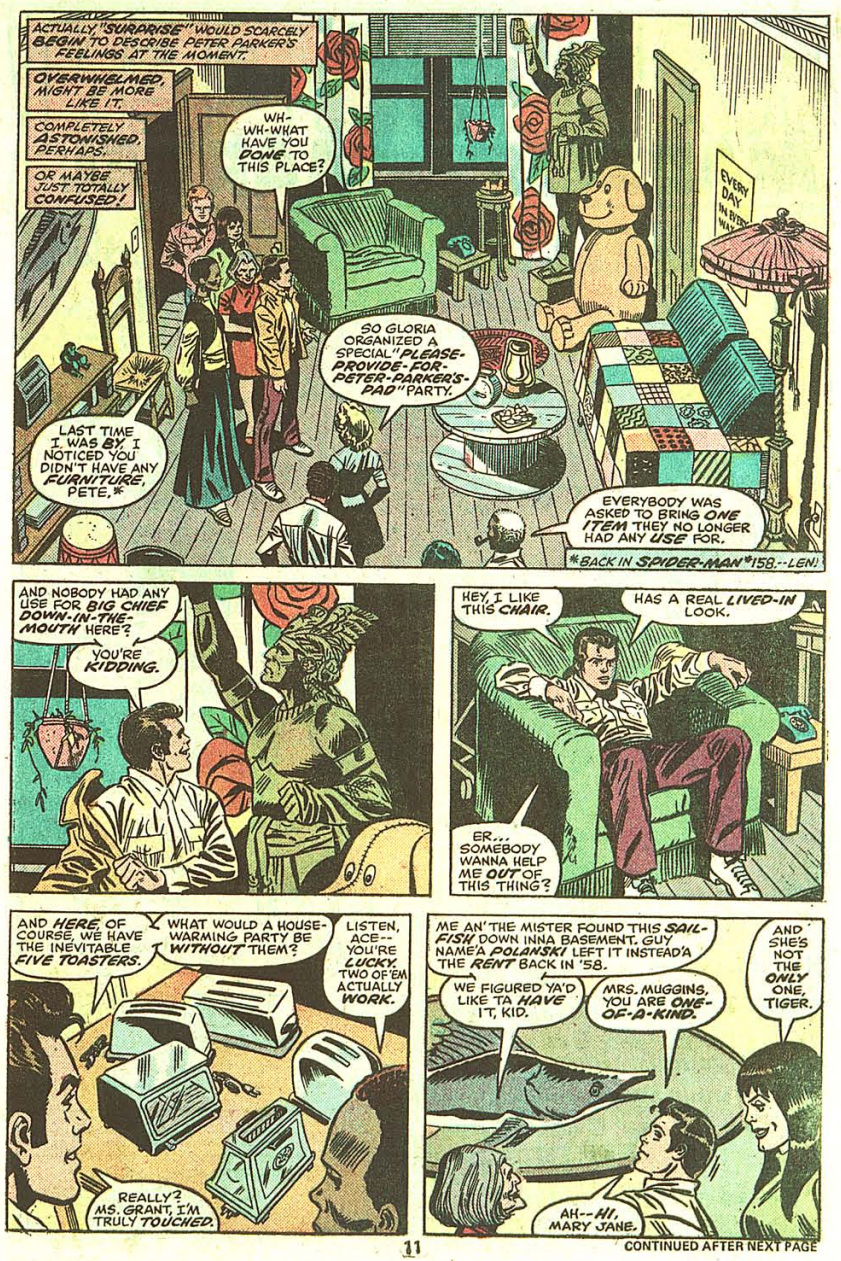
MUSCLE BUILDERS Dept. 14670
232 W. Front St., Napoleon, OH 43545
Rush me all that free muscle building information in a plain wrapper so I can build powerful muscles fast. I am enclosing 25¢ to help cover postage & handling costs. I am under no obligation.
Name _____ Age _____
Address _____
City _____ State _____ Zip _____

TM & © 2004 MARVEL



CAPTAIN AMERICA AND THE FALCON—CRUSHED BY THE UNLIVING ENEMY!

TM & © 2004 MARVEL



CONTINUED AFTER NEXT PAGE

TM & © 2004 MARVEL

HALLOWEEN MADNESS from MARVEL

Super SPIDER-MAN and HULK Costumes

FACE FRONT, THIS HALLOWEEN BE A MIGHTY MARVEL MASQUERADER!! THESE COSTUMES ARE FLAME RETARDANT FOR SAFETY & DESIGNED JUST FOR YOU IN 3 GREAT SIZES SMALL (8-10) MED. (10-12) LRG. (12-14)

ONLY $3.19 PLUS 75¢ POST. & HAND.

Plus THE MOST FEARFUL MONSTER MASKS EVER OFFERED!

EIGHT FRIGHTENING FELLOWS TO CHOOSE FROM:

EACH MASK IS OF HIGH QUALITY JUST LIKE THE REAL MASKS USED IN YOUR FAVORITE FEAR FLICKS! AND FOR YOU TRUE-BELIEVERS--THE VERY SPECIAL, FULL-HEAD WOLFMAN (NO RELATION TO MARV) MASK!

EACH ONLY $3.19 PLUS 35¢ Post. & Hand.

WOLFMAN

ONLY $9.95 PLUS 58¢ POST. & HAND.

PHANTOM CREATURE

MUMMY

HUNCHBACK

FRANKENSTEIN

DEVIL

GOOF

DON'T MISS OUT--ORDER TODAY! HALLOWEEN IS CLOSER THAN YOU THINK!

I'M CONVINCED! ENCLOSED FIND $_____ (*INCLUDES POSTAGE AND HANDLING) FOR THE FOLLOWING ITEMS:

* MASKS * at $3.54* EA.

☐ HULK COSTUME.... $3.94 EA.* ☐ HUNCHBACK ☐ FRANKENSTEIN
☐ SPIDER-MAN COSTUME $3.94 EA.* ☐ CREATURE ☐ DEVIL
☐ WOLF-MAN MASK... $10.53* ☐ MUMMY ☐ GOOF

NAME _____ AGE ____
STREET _____
CITY _____
STATE _____ ZIP ____

ALLOW 4 WEEKS FOR DELIVERY!

CHECKS or MONEY ORDERS ONLY, PAYABLE TO: CANADIANS ADD 50¢. U.S. FUNDS ONLY.

SUPERHERO MERCHANDISE
P.O. BOX 777 DEPT. H
DOVER, NEW JERSEY 07810

VISIT OUR SUPERHERO SHOP® CENTER GROVE RD. & RT. 10, RANDOLPH, N.J. (201) 361-6327

TM & © 2004 MARVEL

LOOK, FRIENDS!

You Can Win Your Choice of Neat Prizes FREE Regularly PLUS AS MUCH AS $2.00 to $10.00 CASH EVERY WEEK!

You Can Be a Happy, Prosperous GRIT Salesman

Join over 30,000 who win FREE prizes and make from $2.00 to $10.00 or even more selling GRIT to friends, relatives, neighbors and others every week. Everyone is eager to buy GRIT from you at only 25c a copy because it contains World News, Sports, Women's Features, Children's Pages, Comics, Games, Exciting Fiction.

GRIT Sells for 25c a COPY . . . You Keep 9c Profit!

Yes, 9c out of every 25c you take in is yours to keep. Sell only 30 copies a week and you make $2.70 profit each week, $140.40 in a year—plus valuable prizes you win FREE regularly! We'll help you get started in a profitable business of your own. Mail the coupon TODAY!

Over 30,000 Make Money and Get Nifty Prizes Without 1c Cost

We'll send you GRIT right away, by mail, along with many valuable selling helps. You pay ONLY for the copies you sell until you know how many to order. Like 30,000 other salesmen, you'll find selling GRIT is fun and profitable.

MAIL THIS COUPON TODAY!

Papers sent only in Continental U. S.

GRIT Williamsport, Pa. 17701

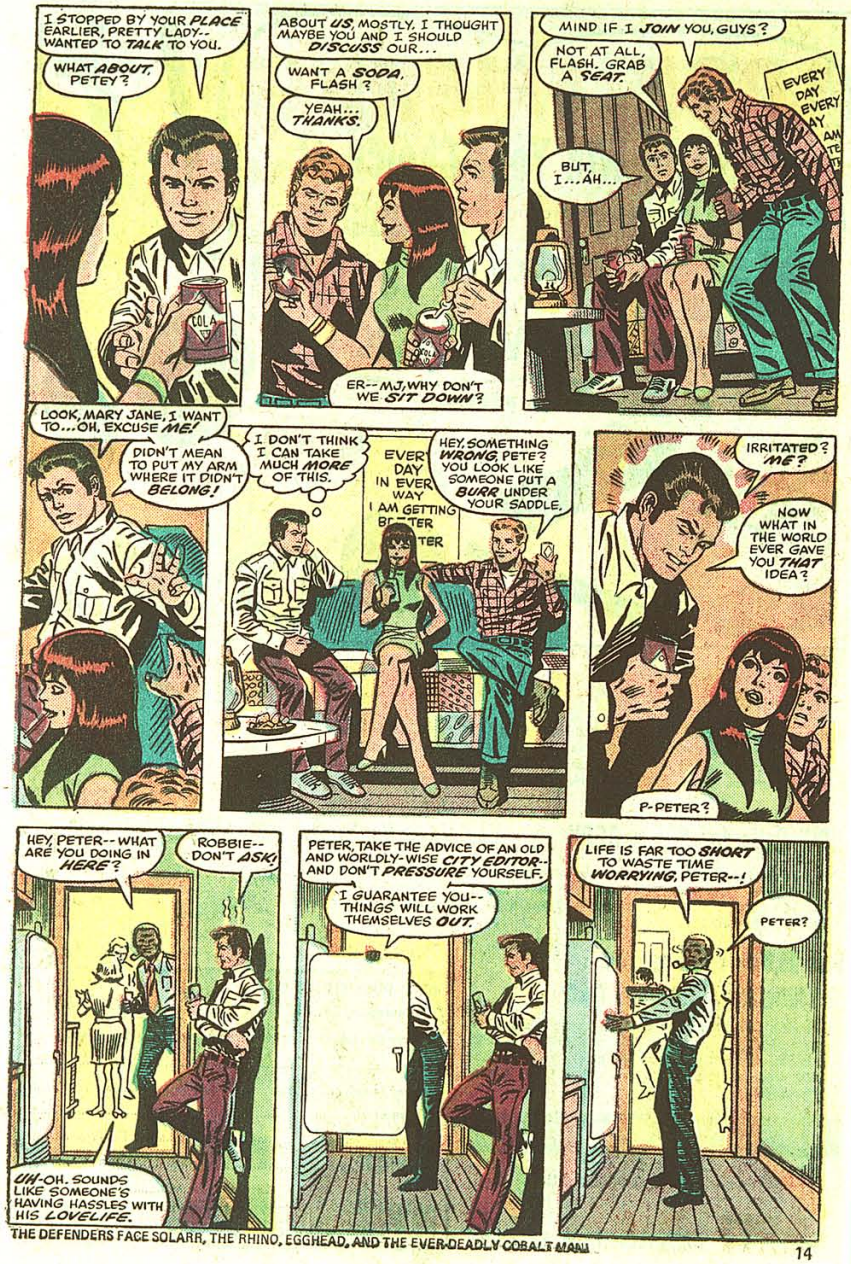
GRIT PUBLISHING CO. PLEASE PRINT
Williamsport, Pa. 17701 MC 106

Send my first bundle of papers, selling helps and prize offers.

Name .....
Male or Female? ..... Age ..... Date Born ..... Year .....
In Care of .....
Street and No. ..... R. F. D. .....
Post Office ..... State .....
Zip Code No. .....

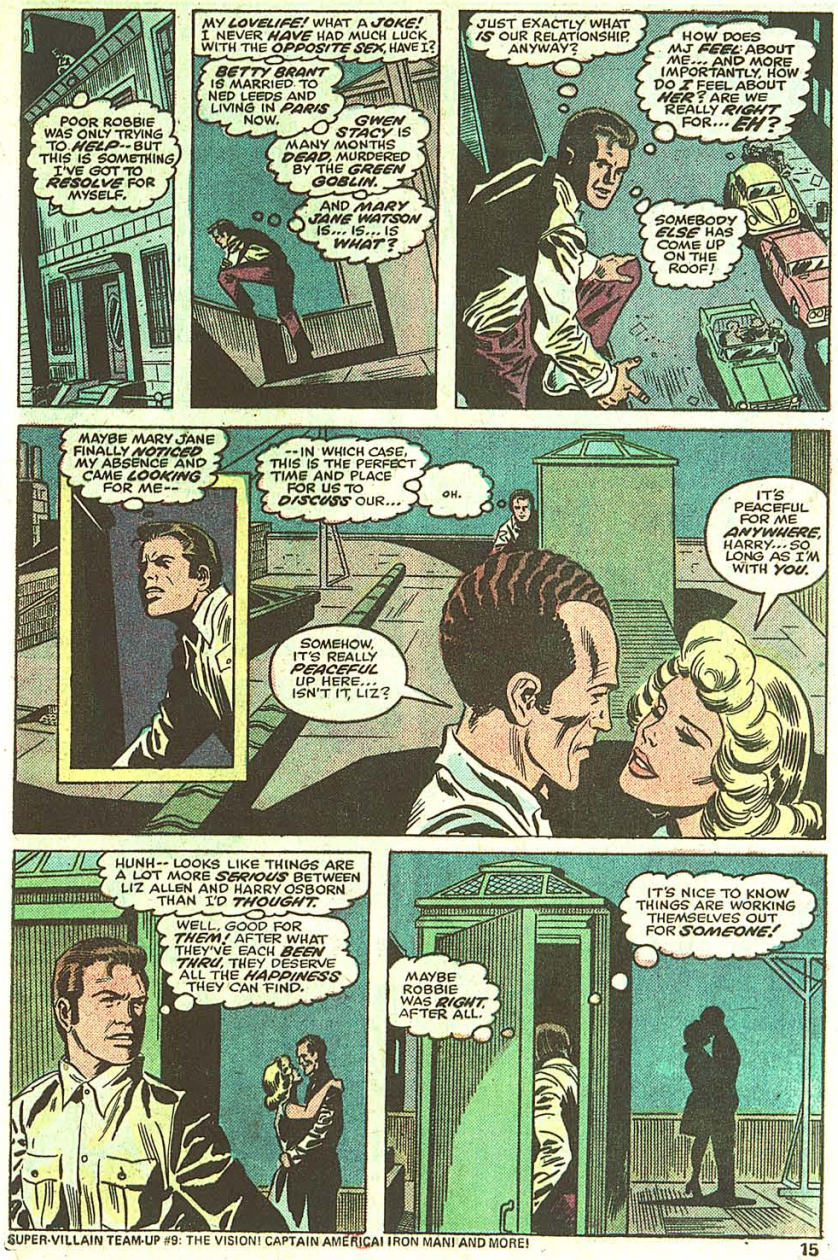
Print Your Last Name Plainly Here

TM & © 2004 MARVEL



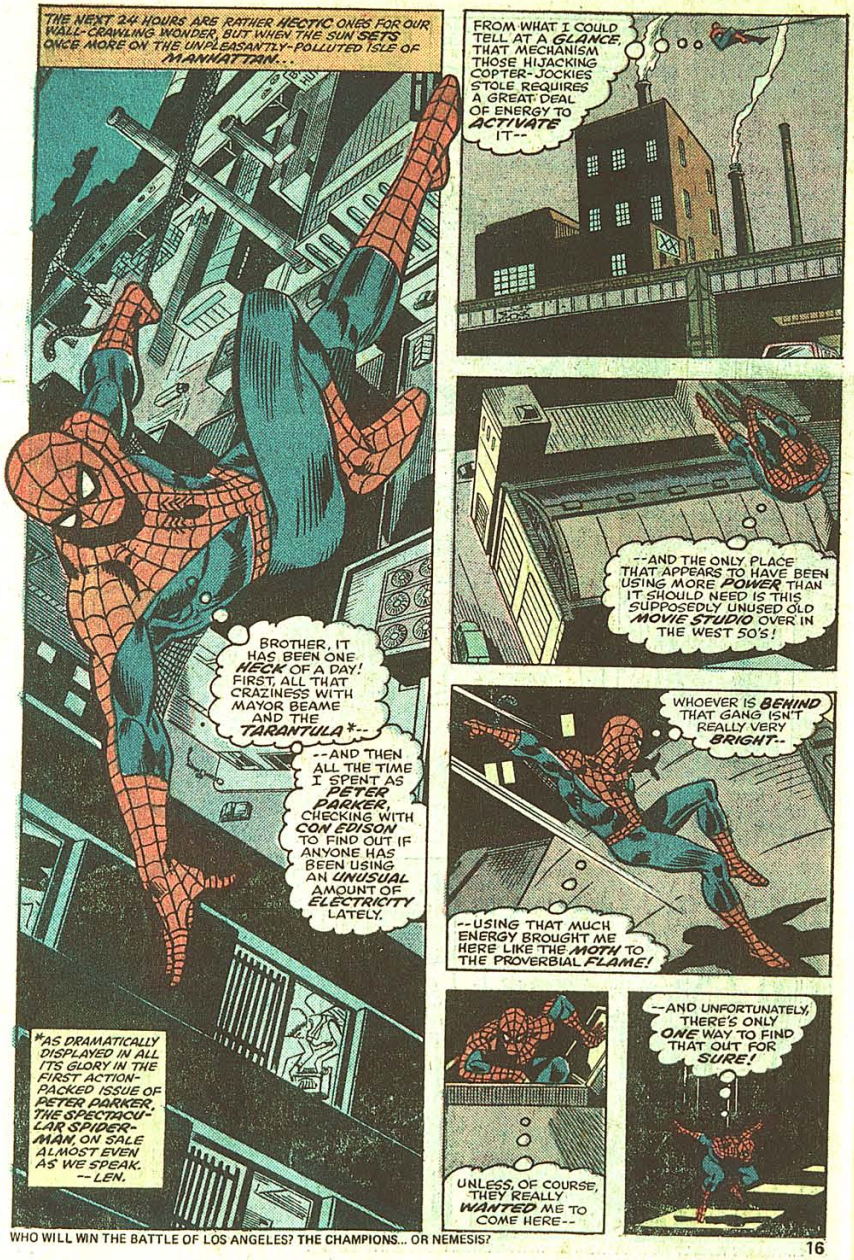
THE DEFENDERS FACE SOLARR, THE RHINO, EGGHEAD, AND THE EVER-DEADLY COBALT MAN!

TM & © 2004 MARVEL



SUPER-VILLAIN TEAM-UP #9: THE VISION! CAPTAIN AMERICA! IRON MAN! AND MORE!

TM & © 2004 MARVEL

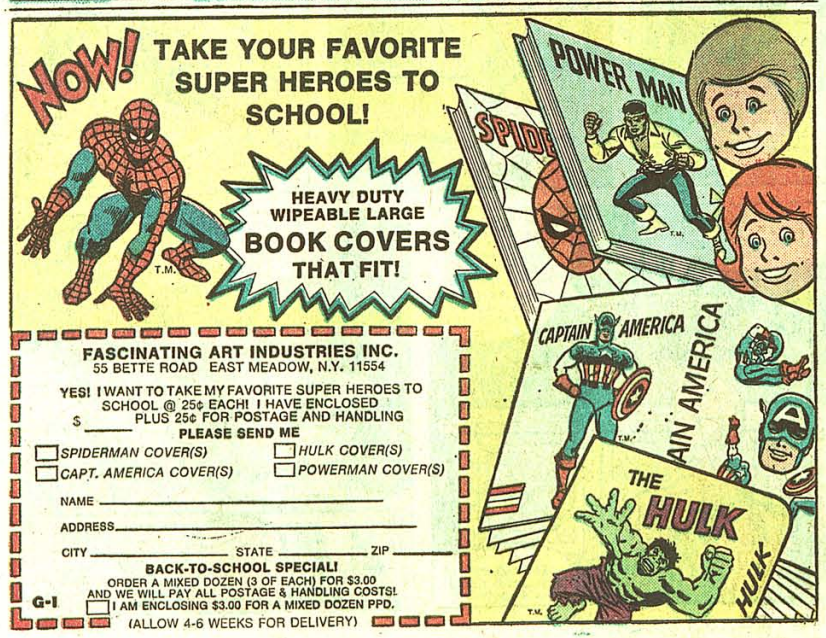


WHO WILL WIN THE BATTLE OF LOS ANGELES? THE CHAMPIONS... OR NEMESIS?

TM & © 2004 MARVEL

CONTINUED AFTER NEXT PAGE

TM & © 2004 MARVEL



TM & © 2004 MARVEL

THE SPIDER'S WEB

c/o MARVEL COMICS GROUP, 575 MADISON AVE., N.Y.C. 10022

"WHAT WE REALLY MEANT WAS..." DEPT.: In the letters column of SPIDER-MAN #160, responding to a missive from Larry Stefanich, your faithful armadillo gave a detailed dissertation on the Web-slinger's wondrous Spider-sense and its workings, figuring that would be the final word on the subject. Thus, you can imagine our surprise when we suddenly found ourselves literally bombarded with letters taking us to task for seeming inconsistencies in our explanation.

For the sake of posterity (and what's left of our rapidly-graying hair), let's try to clear up this matter once and for all. Now, when we explained that our hero's Spider-sense warns him not of his enemies, but of imminent danger from any source, we meant that to be the situation effective *as of that moment*. There really isn't much we can do about Spidey sagas of the past that contradict our statement (or themselves for that matter). At best, we can hope to prevent those inconsistencies from occurring again in the future, and that's precisely what we're gonna try to do.

So, please, Faithful Ones, no more missives reminding us that events in SPIDEY #46 or #53 or #117 don't jibe with our statement. We'll all just have to learn to live with them, and do our best to see that they don't happen again.

Okay, True Believer?

Okay!

Len:

The only fitting place to comment on a continued story is at its end. The current Doc Ock/Spidey/Hammerhead adventure is presumably finished with SPIDER-MAN #159. On the whole, it was better written, contained more surprises, and was generally superior to the two previous sequences involving this trio. Still, I find Andru's art unequal to the task of adequately presenting Ock in all his six-armed power. Somehow, Andru is unable to convey the fluidity and force that typified Romita's version of Doctor Octopus.

Hey, isn't it about time Peter Parker obtained some furnishings for his flat?

Ted Longstreth
4020 Seabridge Ave., Orlando, FL 32809

Is this issue soon enough for you, Ted? We've been planning to furnish Pete's pad for several months now (just check out Glory Grant's comment to Pete on page 6, panel 5 of SPIDER-MAN #158), and we think Lively Len and Rip-roarin' Ross have done the job in style.

What do *you* think, Effendi?

Friends:

SPIDER-MAN #159 wasn't bad at all. So what if the fights were utterly ridiculous? Who cares if the scene of Doc Ock pinning the cooks to the wall with knives was absurd? The main thing was, the story was the best in quite a while.

We'll close with just one request. Sooner or later, Spidey will meet up with Doc Ock for the Big Fight. Just this once, will you please have Doc decorate the wall with Spidey's face?

S.T. & C.
18734 Stahelin, Detroit, MI 48219

Dear Len,

Gee, that Spidey sure is a jerk. If only he'd quit hounding that poor Doc Ock, I get the impression that everything would be all right. But no, he socks him around, makes him drop Aunt May, sabotages his inventions, and generally makes a nuisance of himself. I wish Doc would drop Spidey off some bridge and change the title of the mag to THE AMAZING DOCTOR OCTOPUS. It has a ring to it.

Kim Thompson
24 Avenue de St. Clement, 34000 Montpellier, France

Boy, when Lively Len began the 3-part Spidey/Doc Ock/Hammerhead extravaganza, he fully intended to make Otto Octavius a slightly more sympathetic character, but *so* sympathetic that some of you have started rooting for him to *win*? Sheesh, we never thought it would go quite *that* far.

Seriously, fellas, have any of you considered the possible repercussions of replacing everybody's favorite wall-crawler with our multi-limbed menace? Doc Ock together with another different super-star every month in MARVEL TEAM-UP, we could tolerate. We might even be able to endure a mag called OTTO OCTAVIUS, THE INCREDIBLE DOCTOR OCTOPUS. But we don't think anybody could live with SIX-ARMED SUPER STORIES for very long...do you?

HTD WEAKLY CAMPAIGN UPDATE #2:

---Unless you've dwelt in a cave for the past six months and have confined your reading strictly to rare, out-of-print editions of Lin Carter novels, you're probably aware that Marvel's feathered fury, HOWARD THE DUCK, has flung his battered hat into this year's presidential sweepstakes. This lemon-hued rectangle contains the second in our series of feeble reports on our wondrous waterfowl's winding woad to the White House.

---*TRAGEDY STRIKES DUCK CAMPAIGN;* Terre Haute, Ind. (UDI) Danger has become a constant companion to presidential hopefuls, and HTD is no exception. Last week, during the course of a single 30-minute address before the Society of Landlocked Seaweed Enthusiasts here in Terre Haute, *eleven* separate attempts were made to snuff the Duck. Weapons ranged from a letter-bomb skimmed through the air as a paper plane to an exploding cigar with a nuclear triggering device. Ten of these assassination attempts were abortive. The eleventh—involving a bottle of Crazy Glue, a box of Wheat Thins, and an expandable watchband—irreparably scarred one Milos Pitt, a member of the audience. Pitt, already confined to a wheelchair as a result of his participation in the Nixon campaign of '72, found himself directly in the line of fire and unable to dodge. He later commented bitterly, "Sure wish I'd been wearin' one o' them 'Git Down' buttons. Then the watchband would'a bounced right off." Shucks!

---*KRASS KOMMERCIALISM KORNER*: Yes, you can still attach yourself or your clothing to the *Official HTD For President Button* pictured above. The price is $1.00 plus 25¢ postage and handling per button.

---*KRASS KOMMERCIALISM KORNER, Part Two*: If even the button is insufficient to express your fowl ardor, may we recommend our new HTD CAMPAIGN PORTRAIT, produced in association with Magic Mountain Books? Classier than a poster, it's reproduced in subtle sepia on heavy stock, suitable for framing. It, too, is just a buck, plus that inevitable 25¢ for postage and handling. And both the button and portrait are available from Howard's campaign manager:

STEVE GERBER
c/o Mad Genius Associates
850 Seventh Avenue, Rm. 806
New York, NY 10019

(Make all checks payable to Steve; he's still saving up for a copy of HTD #1.) Another report in seven days!

TM & © 2004 MARVEL

SUPERHEROES ASSEMBLE!

☐	AMAZING SPIDER-MAN	12 ISSUES
☐	AVENGERS	"
☐	CAPTAIN AMERICA	"
☐	CAPTAIN MARVEL	"
☐	CONAN	"
☐	DAREDEVIL	"
☐	THE DEFENDERS	"
☐	DOCTOR STRANGE	"
☐	FANTASTIC FOUR	"
☐	HOWARD THE DUCK	"
☐	INCREDIBLE HULK	"
☐	INVADERS	"
☐	IRON MAN	"
☐	MARVEL TALES Featuring Spider-Man	"
☐	MARVEL TEAM-UP Spider-Man vs.---	"
☐	MARVEL TWO-IN-ONE Starring The Thing	"
☐	MASTER OF KUNG FU	"
☐	POWER MAN	"
☐	THOR	"
☐	TOMB OF DRACULA	"
☐	SPIDEY SUPER STORIES For 12 issues $4.50	

#86-O

Please send to:
MARVEL COMICS SUBSCRIPTION DEPARTMENT
575 MADISON AVENUE, NEW YORK, N.Y. 10022

Count me in! I don't wanna worry about having my local store sell out of the comics I want before I get there! Please send me subs to all the titles I've checked! Allow 10 weeks for delivery of 1st issue.

All prices for 12 issues $4.00.

Canadian subs. ADD $1.00

Foreign subs ADD $2.00

Enclosed is $_____. Please--Checks or money orders only.

Name_____ Age_____

Address_____

City_____

State_____ Zip_____

TM & © 2004 MARVEL

MAKE MONEY CUSTOMIZING CARS, VANS, CYCLES, BUGGIES INSIDE & OUT!

Train at Home in Spare Time
WE FURNISH EVERYTHING YOU NEED TO LEARN THIS NEW CAREER . . . Even Show You How and Where to Buy Equipment & Supplies at Low Prices!

START YOUR OWN SHOP – FULL OR PART TIME

What we want you to know is how fast and easy we can train you to do this kind of work in your own garage or back yard—without charging you an arm and a leg for learning. Just spend an hour or two a day, following our step-by-step instructions, and only a few weeks after you start, you'll be handling an air gun and striping brush as though you were born with them in your hands.

We show you how to do everything so easy you can't miss . . . Fading, fogging, flames, scallops, lace, cobwebbing and other special effects. Included with your course is a wild assortment of patterns, decals and ideas that turn you into an expert with just a little practice. Not only do you learn how to use the air brush, but we show you secrets of pin-striping, gold-leafing, custom lettering, decals, taping, masking, preparation — everything you need to know and want to learn about custom paint jobs.

YOU LEARN INSIDE CUSTOMIZING, TOO!

Only the Customizing Center puts it all together for you — teaches you the complete "ins and outs" of van and car customizing. The same course teaches you with step-by-step lessons how to do paneling, upholstery, carpeting, drapes, built-ins, everything! Work with wood, vinyl, cloth and other materials. Learn how to mix or match colors. Includes basic information on installing high-back swivel and reclining seats, as well as beds, bunks, tables, etc.

SAVE BY CUSTOMIZING YOUR OWN VAN OR CAR
Start Earning Good Money Doing Vans for Others in Spare Time Even Before You Finish Your Course!

Get Ready for the Kind of Career that Pays You to Do What You Enjoy Doing Anyway!

LEARN HOW TO PUT ON THE ADD-ONS!

Make more money selling and installing portholes, flares, custom windows, sun- and moon-roofs, air scoops, coolers, side pipes, spoilers, and racks. We show you how . . . help you get set up for dealer discounts to save you money on your own jobs, or make more money on the jobs you do for others.

This Full Color Customizing Brochure Shows You How Easy It Is . . . How Fast You Can Start! Write for It Today . . . It's FREE!

How To Make $$$$$ CUSTOMIZING VANS, TRUCKS, CARS

Careers Through Home Study
CUSTOMIZING CENTER Dept. RJ086
4401 Birch St., Newport Beach, CA 92663

Rush me free information and full color brochure. I understand it is absolutely free and without obligation; and no salesman will call.

Name_____ Age_____

Address_____

City_____ State_____ Zip_____

CUSTOMIZING CENTER Dept. RJ086 • 4401 Birch St., Newport Beach, CA 92663

Now You Can Use ISOKINETICS

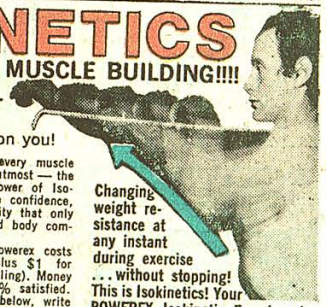
NEW BREAKTHRU IN MUSCLE BUILDING!!!!

Scientific test proves Isokinetics . . .
166% better than Weights
390% better than Isometrics
. . . for putting the muscle on you!

Isokinetics is scientifically PROVED better than ordinary weight training for building your muscle and body! But until now, you had to pay $120 or more for a true Isokinetic exerciser. No longer! The breakthru is here! You get the same results with POWEREX . . . at a low price you can afford. Use Powerex and get benefit of the Isokinetic principle. Regulate resistance (or "weight") by simple, easy squeeze on control lever as you exercise. Any resistance you want -0 to 200 pounds.

Powerex works every muscle fibre to the utmost — the true dynamic power of Isokinetics. Capture confidence, virility, personality that only a fully developed body commands!

Best part — Powerex costs only **$9.95** (plus $1 for postage and handling). Money back if not 100% satisfied. Fill out coupon below, write check or money order, and put in today's mail. Powerex is ready to start you on the Isokinetic way to a muscular body and dynamic personal power. Order Now!



Changing weight resistance at any instant during exercise . . . without stopping! This is Isokinetics! Your POWEREX Isokinetic Exerciser is shown adding inches to chest in "bench press" . . . while saving you the cost of bench, weight stand and weights!

● "After four weeks of using the exerciser, my strength has doubled . . . thanks to you." —J Castillo, AK.

● "In just 6 weeks, I put 2" on my arms, 3" on my chest, 2" on my thighs and gained 22 lbs." —ND.

● "I used to be a singles man . . . this season I was a home run hitter, and I credit Powerex with this." — T J, AL.

● "You just aren't another rip-off company. You back what you say." —T Roecklein, WI.

Free Illustrated Wall Chart
With Powerex you get 20" x 28" wall chart with full instructions for several courses. Average 15-minutes-per-week-per-course.

14-DAY GUARANTEE
If not satisfied for any reason return Powerex within 14 days for full refund.

POWEREX: Rm.MC86 11180 Roselle, San Diego, CA 92121

TEAR OUT-MAIL ORDER NOW

POWEREX, Rm MC-86 11180 Roselle, San Diego, Calif. 92121

Please rush me my Powerex Isokinetic Exerciser and Course/exercise chart. I enclose ☐ check or ☐ money order for $10.95. No CODs. (Calif. add 60¢ tax). I understand that, for any reason whatsoever, I may return my Powerex within 14 days for a full refund of my money . . . no questions asked.

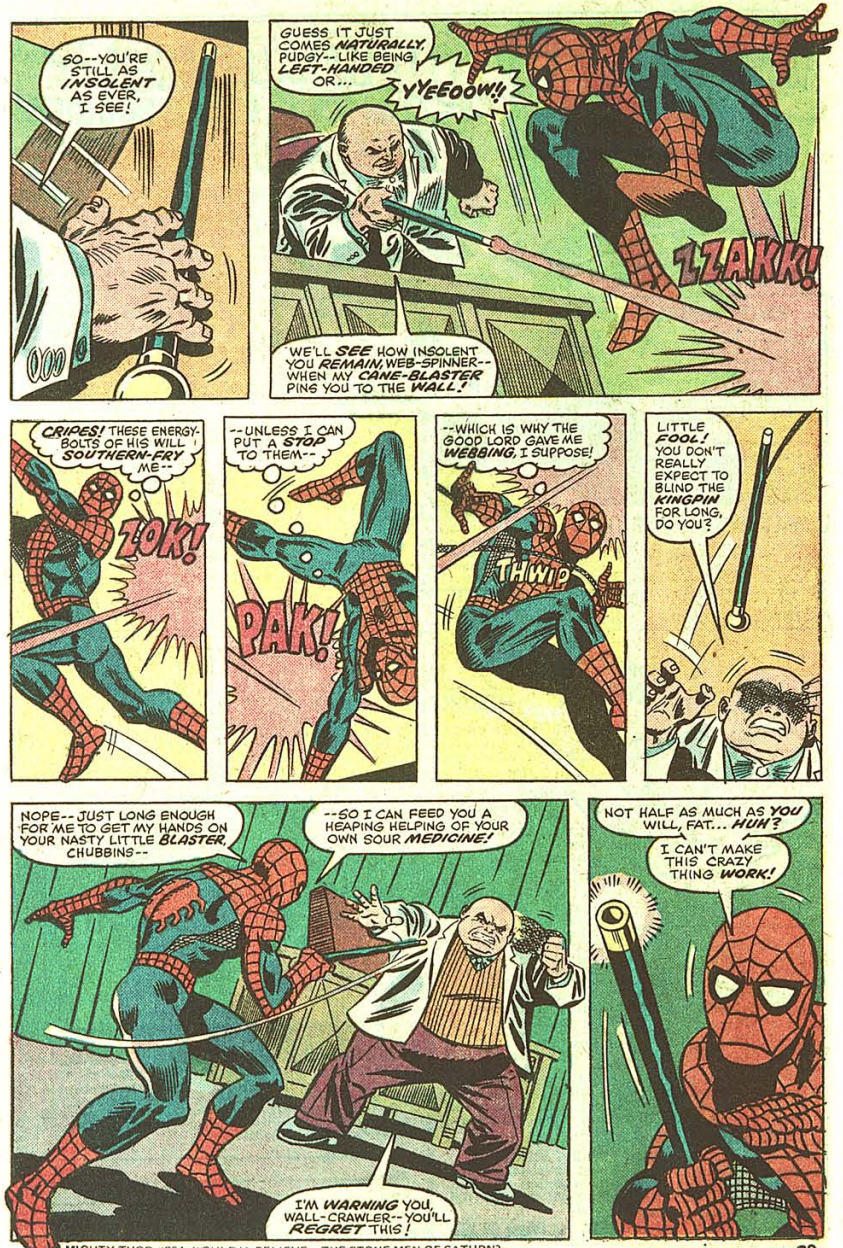
Name_____

Address_____

City_____ State_____ Zip_____

Foreign orders, Myers Enterprises, Inc.
P. O. Box 1311; Long Beach, CA, 90801, USA

TM & © 2004 MARVEL



MIGHTY THOR #254: WOULDJA BELIEVE... THE STONE MEN OF SATURN?

22

TM & © 2004 MARVEL

23

CONTINUED AFTER NEXT PAGE

TM & © 2004 MARVEL

HIGH SCHOOL

DIPLOMA & RING

YOURS

THROUGH HOME STUDY

PREPARE FOR GED OR COLLEGE ENTRANCE

United Schools and Services

401 N. Interurban Richardson, Texas 75080

Texts Purchased By: Departments of Education • Private Schools • Colleges

Mail This Coupon NOW — For Persons 16 or Over

UNITED SCHOOLS AND SERVICES Dept. M108
Box 1088, Richardson, Texas 75080

Please Rush FREE Information about High School.

Name _____ Age____

Address _____ Apt.____

City/
State/Zip _____

No Salesman Will Call

JACK POT BANK

2.95

Fun Bank For The Family

It works like a one-armed bandit in Las Vegas. Deposit the coin, pull the handle, and watch the reels spin like the real thing. Fun for all-and you can't lose, because the coins are returnable. Not to be used for gambling purposes. Just enclose $2.95 plus 50¢ for postage and handling.

HONOR HOUSE Dept. 77JP55 LYNBROOK, NY 11563

U.S. COIN-FILLED BARREL

We bought this barrel from an old time collector . . . and can't spare months cataloging and pricing thousands of coins . . . so out they go . . . mixed 'grab bag' style. You'll find old-type nickels, dimes, early Lincolns & Indians, etc. 32 page catalog included with order, otherwise 50¢.

CENTRE COIN CO., BOX 1
Dept. MA Sherman Oaks, Calif. 91413

CUSTOMIZE AUTO/VAN INTERIORS

Take In Up To $750.00 Per Week!

UPHOLSTER ANY VEHICLE-START WITH YOUR OWN CAR OR VAN! A business so big growing so fast you need not be a skilled upholsterer to succeed. Send for FREE MASTER PLAN, ILLUSTRATED BOOKLET on learning auto upholstery and interior customizing in your spare hours. No experience needed. GET APPROVED.

FREE BOOKLET!

AUTO UPHOLSTERY INSTITUTE, Dept. ATB
1205 W. Barkley, Orange, CA 92668

COMICS!

Complete Marvel, DC, & Golden Age!
Send 25. for Giant Catalog & Buying list

If you're selling only — send 10c for separate Buying list
DAVID BELMONT 55 Greenaway Rd. Roch. NY 14610

WE SELL — GIANT NEW COMIC BOOK CATALOG #6 — WE BUY

Send 75c for your Giant Catalog to GRAND BOOK, INC., DEPT. M, 659 GRAND ST., BROOKLYN, N.Y. 11211. We have more than 4 ½ million comics from all publishers in stock. To sell comics, send a list of titles, numbers, and conditions with a self addressed stamped return envelope for a reply.

Design - Make - Repair JEWELRY Train at home in Spare Time

Make real money. Size all the jewelry you can wear. Send for FREE "Career Kit". No obligation. No salesman will call.

NAME _____ AGE ____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

Careers by Home Study • JEWELRY DESIGN CENTER, 4401 Birch, Dept. RJ086, Newport Beach, CA 92663

25 LIVE SEAHORSES 2.98

Kit has two mated pairs of freshly-caught sea horses, including ONE PREGNANT MALE, who will give birth in as many as 25 babies. Marine salt, food and instructions included plus a live marine snail. ABOVE KIT WITH CUSTOM AQUARIUM, SEA HORSE TREE, SEASHELLS, CORAL AND SILICA SAND $5.98
LARGE DELUXE AQUARIUM AND ALL ABOVE ACCESSORIES WITH 5 MATED PAIRS OF SEA HORSES (2 PREGNANT MALES—OVER 50 SEA HORSES) $10.95

All kits sent post. Via Air Mail Live Delivery Guaranteed

Sea Horses, Dept MC 976, Box 342096, Coral Gables, FL 33134

HAVE YOUR POEMS SET TO MUSIC

See how your words can be turned into a song. Songs recorded, phonograph records made. Send your best poems or songs for prompt FREE information.

CROWN MUSIC CO.
1270 Broadway Studio 11 New York 10001

KARATE JUDO · SAVATE JIU-JITSU

THE GREATEST SELF-DEFENSE SYSTEM KNOWN TO MAN!

Learn-At-Home-Course reveals hundreds of deadly self-defense secrets, which will enable you to protect yourself from any attacker! Easy to learn! FREE COLORFUL BROCHURE. Send 25¢ to cover postage and handling costs.

FREE!

Send to: UNIVERSAL, Dept. P
BOX 39303 DETROIT, MICHIGAN 48239

FREE COMIC CATALOG

Send now for our latest selling list of Marvel and DC Comics
RICHARD ALF, BOX 20622-MC, SAN DIEGO, CA 92120
or visit our store, 1733 University Av., S.D. (714) 291-1515

FAST TRACK TO A COOL JOB... as a MOTORCYCLE MECHANIC...

GOOD PAY! ACTION CAREER! No need to quit school or job. Experts teach you step-by-step. Prepare for good job or your own repair shop. Special Cycle Tools and Test Instruments Included. Send name, address, age for FREE "Career Facts."

NORTH AMERICAN SCHOOL OF MOTORCYCLE REPAIR
4500 Campus Dr., Dept. RJ086, Newport Beach, Calif. 92663

COMIC BOOKS!

Thousands of old comic books for sale! TIMELY'S, MARVELS, D.C., FAWCETT, CHARLTON, etc., etc. Send $1 for big new list! Comics also BOUGHT! BUYING LIST, $1. PROMPT SERVICE!
F. L. BUZA, 5709 FULLER, SCHOFIELD, WIS. 54476

FREE COMIC CATALOG

Discount Comics
Box 164-F, Santee, CA 92071

WOW FREE WOW

GENUINE, RARE Original Hot Rod Decals
—Thousands of Uses—

Actual decals for a '32 Deuce Coupe! You'll receive free over 100 different. Use on your bike, model car, van, plane, or on glass, painted surfaces, metal, plastic, etc. Hurry, yours free while supplies last! Just send 50¢ in coin for postage and handling along with your name and address to:

DECAL OFFER
Box 3085 Centerline, Mich. 48015

Man-Eating SHARKS TEETH

That are over 50 Million years old

Enjoy the thrill of carrying a pair of genuine prehistoric fossilized man-eating shark's teeth, Over 50 million years old and in perfect condition. Some believe they bring good luck. Excellent for science projects, collections, souvenirs. Guaranteed to be genuine man-eating sharks teeth and over 50 million years old. Teeth from 2 species with historical story, only $1.95. 5 teeth for $3.95. Send cash, check or money order and we send postpaid. Rush order, supply limited.

SHARKS TEETH, Dept. 176
P.O. Box 4471, Miami, Florida 33014

FREE Marvel & DC Comics List (Send 13 cent stamp)

Giant Comic List . . . Send 50 cents
Huge Magazine List . . . Send $1.00
World's largest pulp mag. list . $1.00
Our 9 specialized lists. $3.00
(E.C., Timley, Fawcett, Disney, etc.)
All above, only $4.50
All above, plus 5 old comics only. $5.00

The American Comic Book Co.
12206 Ventura Blvd.,
Studio City, Cal. 91604
—visit our store—

TM & © 2004 MARVEL

STAMP COLLECTING OUTFIT

Packet of world stamps, 9 Triangles, 2 Diamonds, animals, insects, flowers, ships, etc. Plus packet of hinges, perf. guage. ONLY 25¢. Plus, stamps for your examination from our approval service which can be cancelled anytime. Buy what you want or none and return those not wanted in 10 days.
L. W. BROWN, Dept. C Marion, Mich. 49665

THOUSANDS OF BEAUTIFUL STAMPS

1c

1¢ each and up — Why pay more when you can get the best for less. Write today for approvals. PENNY STAMP SERVICE.
P.O. Box 898, Mariposa, California 95338

49 DIF. BONANZA 25c

6 Triangles, 2 Diamonds, Scout, Animals, Birds, Insects, Flowers, Sets, Plus Approvals mounted in Book, returnable without obligation.
TRU VALU, Box 1305, Apple Valley, Ca. 92307

15 DIF. TRIANGLES 25¢

Plus 13¢ postage.
No approvals included. Big illustrated lists.
Picture Stamps, Box 46193-X, Hollywood, Ca. 90046

FREE—U.S. $1.00 STAMP

Older issues. Commemorative, Air-mails, Virgin Islands, others. Catalog Value over $5.00. U. S. Bargain Price List—All Free—Send 10¢ for mailing.
Empire Stamp, Toronto, Canada M4W 2M2

BANANA STAMP!

From Tonga: Bhutan Metallic Foil, Apollo Moon Landing; Boy Scout; President Kennedy; Arabian Horses plus 100 others from far-away exotic lands! Only 25¢ when requesting approvals. Select ONLY those desired, return the balance. Cancel service anytime. Please state age.
DOUGLAS COOK, Dept. MVG, Las Vegas, NV 89119

RARE OLD U.S. FLAG STAMPS, AIRMAILS,

Fam. Americans, Presidents, Commems. ON APPROVAL. 10c mailing charges.
METROPOLITAN STAMPS, Box 312 JR, Jackson Heights, N. Y. 11372

50 YEARS OLD

15 different U.S. stamps at least 50 years old—25¢ with low priced U.S. approvals
JAXON STAMP COMPANY
P.O. Box C11-C, New Rochelle, N.Y. 10804

50 U.S. COMMEMORATIVES 25¢
ALL DIFFERENT
Fine Used U.S. Approvals Accompany
CRAIG STAMPS
Box 425C Bellmore, N.Y. 11710

BE TALLER

If you wish to know the facts about HEIGHT INCREASE, send 35¢ for details to TALL-UP.
TALL-UP, Dept. NB
232 W. Front St., Napoleon, Ohio 43545

SECRET SPY CAMERA only $2.25

with free roll of film

You can take secret pictures and great candid shots. Easily concealed in palm of your hand. Designed to take clear finely detailed close-up or distant pictures - 10 to a roll, solid all-metal construction, view finder, precision ground lens.

CAMERA only $2.25 including a FREE roll film. (Please add 35¢ for postage and handling). Additional film 3 rolls for $1.00

HONOR HOUSE DEPT 77SC55
LYNBROOK, N.Y. 11563

FOR SALE MARVEL DC-DELL OTHERS

150,000 Now in Stock

COMIC BOOK BACK ISSUES

Send only 25 cents for my "Bonus" Package and Price List. You will receive FREE my "Comics as a Hobby" booklet, two issues of my "Comics" Newsletter and a First-order "Bonus" Premium. Satisfaction Guaranteed with my fast dependable, complete service.

MAX SEELEY

SUITE 709, 1115 SHERBROOKE STREET WEST
MONTREAL, CANADA H3A 1H3

CARTOON FOR $$$$$.

Learn from experts, how easy it is to make money at home with easy to draw cartoons! Send 25c for postage and handling to Success Box 885 P Dearborn Mich 48121

FREE BOOK

OLD COMIC BOOKS

BACK ISSUES OF MARVEL, D.C., DISNEY, AND GOLDEN AGE COMICS FOR SALE. OVER 100,000 COMICS IN STOCK. FOR COMPLETE LIST SEND 25¢ TO: BLACK GOLD COMICS, P.O.BOX 15032, TULSA, OKLA. 74112. (WE ALSO BUY COMICS)

REAL SWITCHBLADE . . . COMB!

9 INCHES LONG

ORDER NOW

This is a REAL SWITCHBLADE. The blade is a COMB!!! Terrific GIFT item. Novel and Practical. Protects comb in pocket. Fine tooth comb is GREAT for sideburns and Mustache too! Satisfaction is Guaranteed. Complete with Lock. Only 4.95 + 50¢ Postage. TWO for 10.00 postpaid.
S & W KNIFE CO. BOX 35246 N. CHICAGO, ILL. 60635

WEALTH AND SUCCESS in the field of YOUR choice. We specialize in the YOUNG ACHIEVER, building today for the best tomorrow. It can be done, you hold the key, $1 opens the door. EPIC, P.O. Box 21674, Phoenix, Arizona 85036

Comics from Golden Age to Present

100 page Illustrated Cat. No. 15
Send $1.25

Passaic Book Center

594 MAIN AVE Dept. M1
PASSAIC, N. J. 07055

Be a VETERINARY ASSISTANT

Lab Aide, Zookeeper, Animal Control Agent, Pet Shop or Kennel Owner

MEN - WOMEN! Train at Home in Spare Time . . . Send for Career Kit—ALL FREE!

Careers in Animal Care

NAME _____ AGE ____
ADDRESS _____
CITY _____ STATE _____ ZIP _____

North American School of Animal Sciences, Dept. RJ086
Careers by Home Study
4500 Campus Dr., Newport Beach, CA 92663

You can earn extra money like Tim Newcomer

"Selling Blair products is like having my own store that travels with me everywhere! I'm so glad I found out about earning money the Blair way. I've earned enough money to buy the things I want, plus I've saved some, too!" *Tim Newcomer, Pennsylvania*

Here's an easy way to make extra cash for the things you need. Spend just a few hours a week in your spare time as a Blair Dealer. Blair products are easy to sell to family, friends, neighbors — they are popular with everybody.

Earn big money on everything you sell plus FREE gifts. As you earn cash you also qualify for watches, radios, clocks, lamps and many more exciting gifts.

Send for your own kit worth $9.25 on FREE TRIAL

Send the coupon below and we'll send you everything you need to get started immediately. Send no money. You need no experience.

BLAIR Dept. 272EW
Lynchburg, Va. 24505

Rush my display kit with full-size Blair products for a FREE TRIAL, along with money-making plans!

Name _____ Age____
Address _____
City _____
State _____ Zip _____

56-2-925

COMIC BOOKS WANTED

We are interested in buying Marvel, DC and other brands, 1975 and earlier. Send today for our free purchasing list. Comic Kingdom, Box 20622-MB, San Diego, CA 92120.

CONAN FANS

Info on Conan Record, Poster, Books Comix, Art, Etc. Free Gift Coupon. Send 13c Stamp to: Moondance Productions, Dept. M2, Box 425, Wilmington, Vt. 05363.

the key— to your future! BE A LOCKSMITH

LIKE ME

"Already master keyed my Elks Lodge and 38 apartments—course is practically paid for!" *Adelindo Orsi, Jr., Azusa, Calif.*

Add to your income with easy spare time earnings—cash in on the nationwide shortage of skilled locksmiths. Quickly step into a highly-paid position or a business of your own.

Age, education, minor physical handicaps don't disqualify you. EARN EXTRA MONEY EVEN WHILE LEARNING. Study at home, gain PRACTICAL experience through complete illustrated lessons. Professional equipment, locks, etc., included with your course.

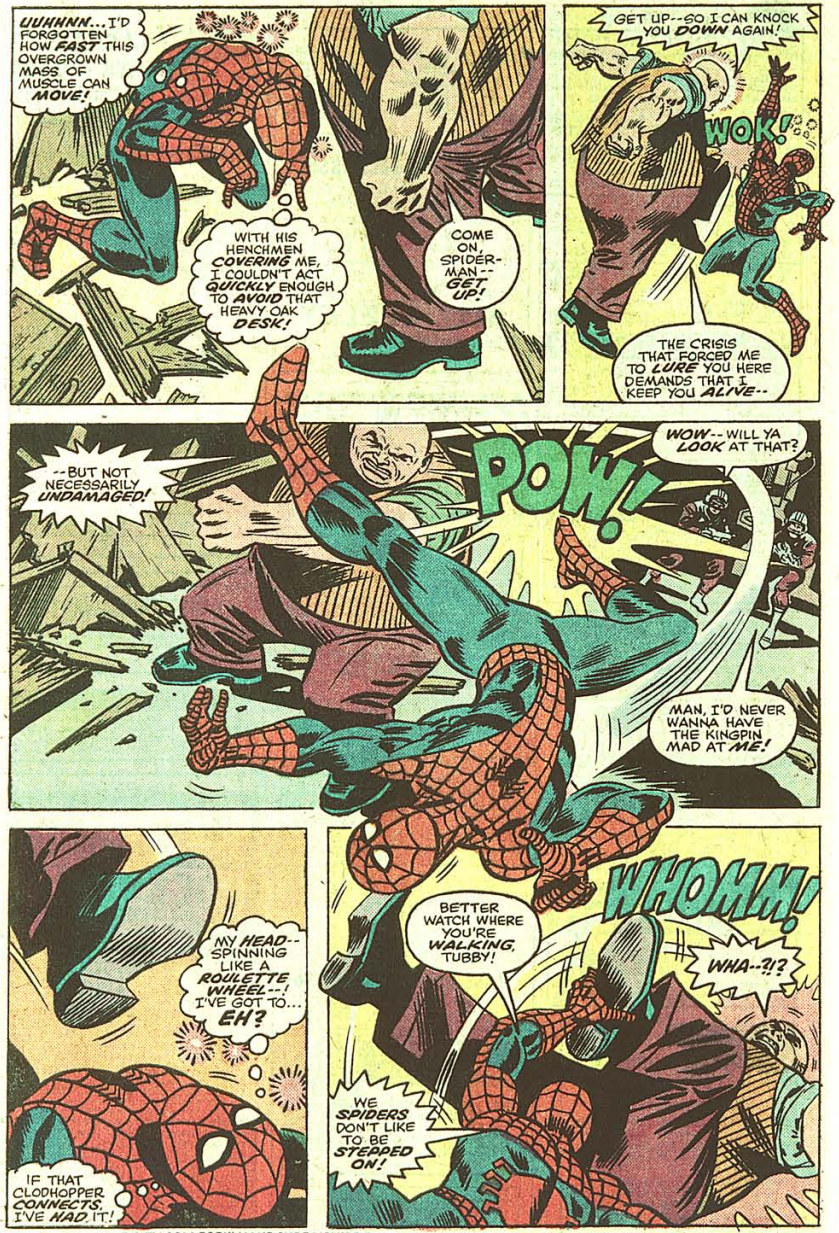
LOCKSMITHING INSTITUTE
Div. of Technical Home Study Schools
Dept. 1295 106 Little Falls, N.J. 07424
Licensed by N.J. State Dept. of Education. Accredited Member, National Home Study Council. State Approved Diploma. Approved for Veterans.

LOCKSMITHING INSTITUTE, Dept. 1295 106
Little Falls, New Jersey 07424

Please send FREE Illustrated Book—"Your Big Opportunities in Locksmithing," also complete Equipment folder and sample lesson pages—FREE of all obligation—no salesman will call.

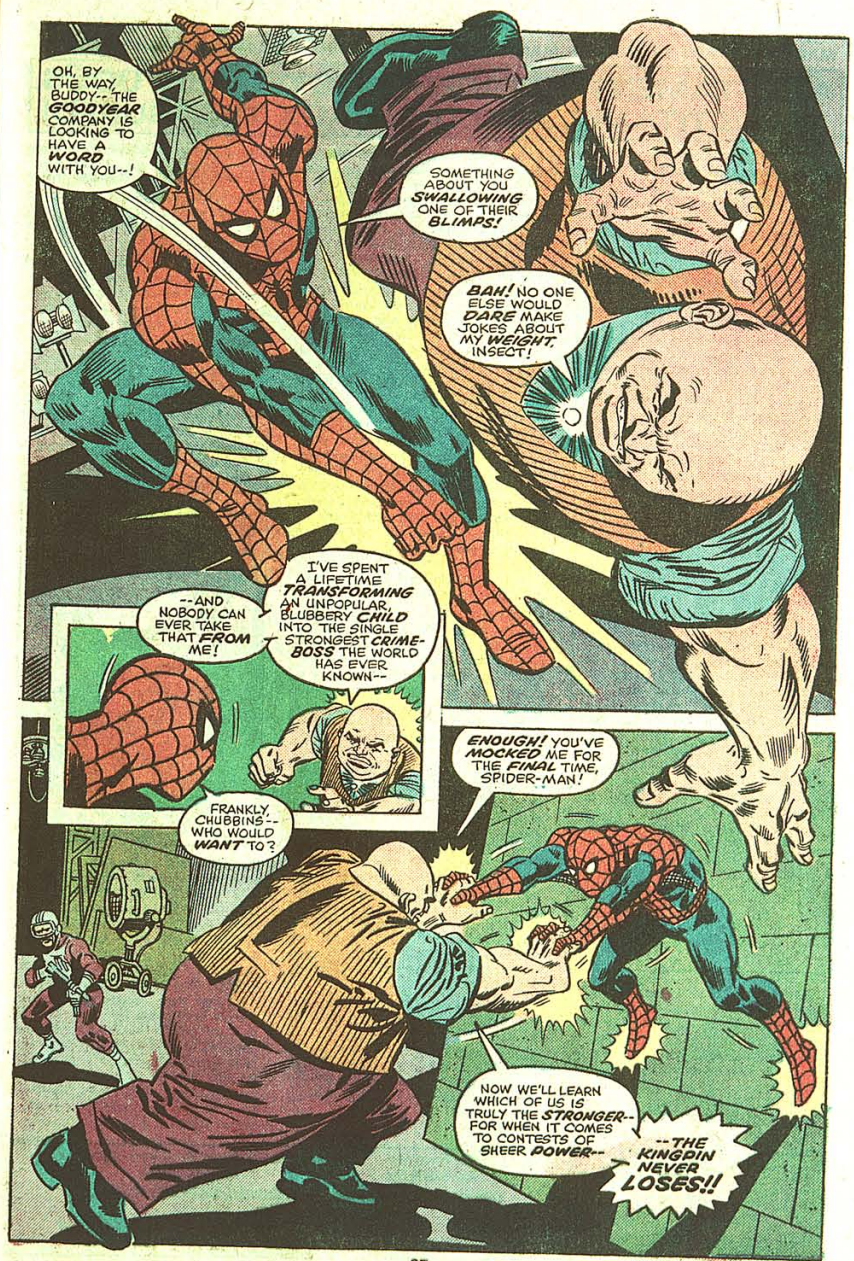
Name _____
Address _____
City/State/Zip _____

TM & © 2004 MARVEL



"GODS AND MEN AT CITY COLLEGE!" MAKE SURE YOU'RE THERE TOO IN **THE ETERNALS #6!**

TM & © 2004 MARVEL



CONTINUED AFTER NEXT PAGE

TM & © 2004 MARVEL

A TESTAMENT TO TAPESTRIES TEMPESTUOUS, TALES TITANIC, AND TABLEAUX TREASURED!

STAN LEE'S SOAPBOX

Wow! I never thought we'd get so much mail about something that never even appeared in one of our comics! I'm referring, of course, to the avalanche of letters we've received about a certain commercial on television—the one in which I speak up for the Personna razor and blades—which has been all over the tube for the past few months. All of Marveldom Assembled has been bombarding me with the same question, "Why didn't I announce it in the Soapbox so you'd know when and where to see it?" The reason is—I couldn't! I thought it would only be shown for a week or two, and that by the time we could get a notice printed in our mags it would be over. Also, I never know in advance on which program it'll be shown—it seems to be all over the place. But here's a tip—they mostly use it on the major network sports shows. And here's the wildest part of all—remember the part at the end where I jokingly shout "Personna Man!"? Well, so many of you have gotten a charge out of that name that—you guessed it—we're thinking of creating a real Personna Man character! And whenever he has a narrow escape, we'll haveta refer to it as a "close shave", right? Oh well, that's show biz! Can't write any more now; haveta race to the nearest book shop and order a copy of the newest of our "Origins" titles, the big, colorful, third in the series, called: BRING ON THE BAD GUYS! Sure, I'm the guy who wrote it, but you know what a nowhere memory I have—I can't wait to find out whether the good guys or the villains win! So, till Howard the Duck is sworn in as our next President, always remember—wherever you go, whomever you're with, whatever you do, the eyes of the world are upon you—so keep the faith, hang loose, and THINK MARVEL!

Excelsior!

Stan

ITEM! Two brand new blockbusters are headed your way this month and we're so excited about them, we just naturally have to make their announcement the very first tidbit we serve up! What do you do when a character is so popular that two monthly books featuring his adventures only leave most Marvelites screaming for more? Well, you don't do anything until you're one hundred percent certain that you have a writer/artist team available who can maintain the same high standards set on the two books already being published. Then—and *only* then—you come up with a *third* monthly title that deftly duplicates all the wonderment of the other two. The writer is GERRY CONWAY. The artists are SAL BUSCEMA and MIKE ESPOSITO. The book is called PETER PARKER, THE SPECTACULAR SPIDER-MAN. And if it is somewhat long on title, it's also just as long on the brand of action and thrills that have made Spidey the most popular comics character ever! But we said *two* blockbusters, right? For the second we have to look 25 years into the future...and to JACK "KING" KIRBY. Assisted by inker/letterer MIKE ROYER, the King has taken the cosmic concepts of the MGM--Stanley Kubrick movie classic, 2001: A SPACE ODYSSEY, and turned them into an off-beat monthly series that's bound to leave you mind-boggled and bedazzled. Yep. Our mammoth Treasury Edition adaptation of the film was only the start! In this all-new, all-original 30¢ comic, Jack expands upon what Kubrick and s-f author Arthur C. Clarke began and weaves a continuing saga that stretches from man's awakening on Earth all the way to his ultimate destiny in the stars. If you crave comics with a difference, this is it!

ITEM! Marvel's Mean Machine continues to roll along on the softball diamonds of Central Park, defeating Viking Press 8 to 7 and easing over Plenum Publishing 21 to 4. Will they keep it up? Will luck and skill continue to prevail? Will the rules committee finally question the presence of a seven feet tall, one thousand pound centerfielder who has green skin and purple pants? Tune in next month, sport fans.

ITEM! As the previous item may clue you, this is being written in the summer, mid-June to be precise. June is traditionally the time of weddings, and, believe it or not, even a mixed-up bunch like the bullpen can sometimes be traditional. So, we have two couples getting married this month: "Humble HOWARD" BENDER, ace letterer of our boisterous Bullpen Dept., and his lady JONI REICH plus "Devil-May-Care DOUG" MOENCH and "Dazzling DEBRA" JAMES, long-time teammates already as writer and letterer of our WEREWOLF BY NIGHT book. Congratulations to four very nice folks; best wishes for the future to you all.

ITEM! Coming out at the end of this month from our Black and White dept. is MARVEL PREVIEW #8 which will feature the long promised adaptation of Phillip Wylie's GLADIATOR, under the brand new title of MAN-GOD. The original 1930 novel virtually created the prototype for the modern-day super-hero, and for almost a year now, writer/editor ROY THOMAS has been struggling through various setbacks to finally get it produced in graphic story form. RICH BUCKLER began the artwork, TONY DEZUNIGA completed it; all that's lacking now is *your* stamp of approval. But once you check it out, we have a hunch *that* won't be long in coming!

ITEM! If getting ahead in life is your problem (it certainly is your blushing Bullpen's!), September may be just the month for you, because our 1977 Marvel Calendar goes on sale then. Think of the jump that gives you on *next* year! It also gives you dazzling full-cover illoes by JACK KIRBY, JOHN & SAL BUSCEMA, GEORGE PÉREZ, GENE COLAN, JOHN ROMITA, JOE SINNOTT and a host of other favorites, plus the wit, cogent comments and mind-teasing Marvel nostalgia quizzes of writer/editor ROY THOMAS. Pick up on it. With all the goodies we've got going in it, it's more than a calendar, it's a whole *event!*

ITEM! Welcome Wagon time again, good people. If you've been following our CAPT. MARVEL or GUARDIANS OF THE GALAXY series (and surely no true believer will admit to *not* following them), then you've noticed the fine line work of two new inkers in the Bullpen. Say 'hi' to "Timorous TERRY" AUSTIN (of CM) and "Bumptious BOB" WIACEK (who handles GUARDIANS). But don't stop there, because we're also way overdue in extending firm, dry handshakes to "Beaming BETH" BLECKLEY and "Mellow MARY ELLEN" BEVERIDGE, editorial assistants extraordinaire, and to "Nimble NAOMI" BASNER, amiable aid to Operations Vice President "Jolly SOLLY" BRODSKY and no small help as catcher on the bullpen softball team. Glad to have the bunch of ya!

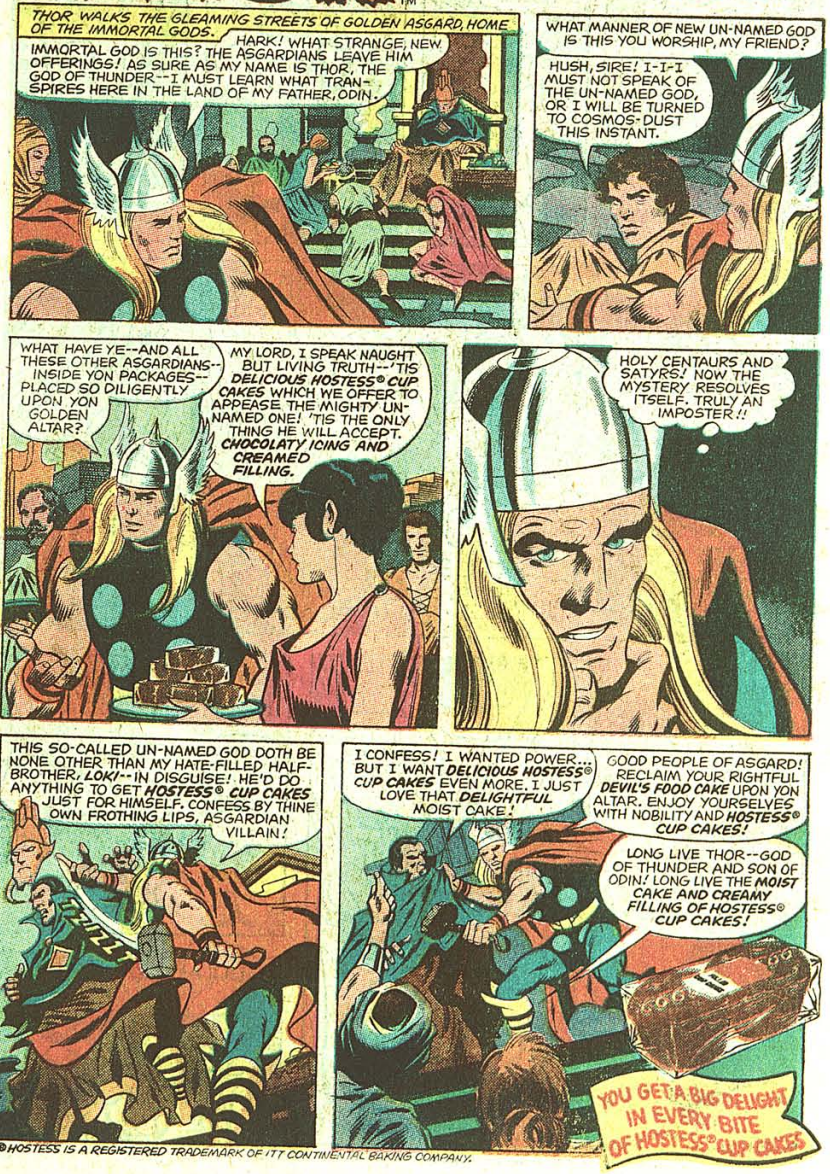
Stan Lee Presents:

ARCHIE GOODWIN — Editor
JIM SHOOTER — Associate Editor
ROGER SLIFER, SCOTT EDELMAN, ROGER STERN — Assistant Editors
GERRY CONWAY, ROY THOMAS, LEN WEIN, MARV WOLFMAN — Consulting Editors
JOHN ROMITA — Art Director
JOHN VERPOORTEN — Production Manager
IRVING FORBUSH — Scenic Design

TM & © 2004 MARVEL

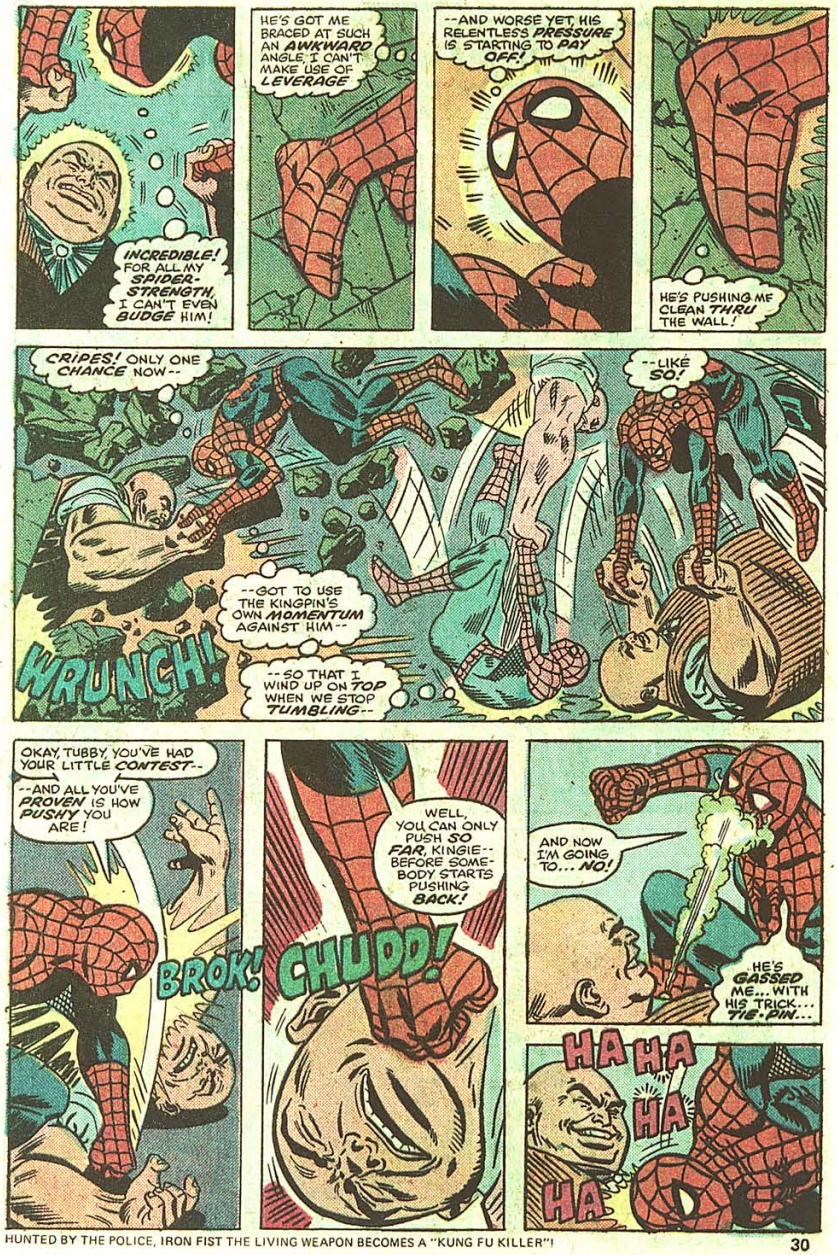
ADVERTISEMENT

"THOR AND THE FALSE IMMORTAL"



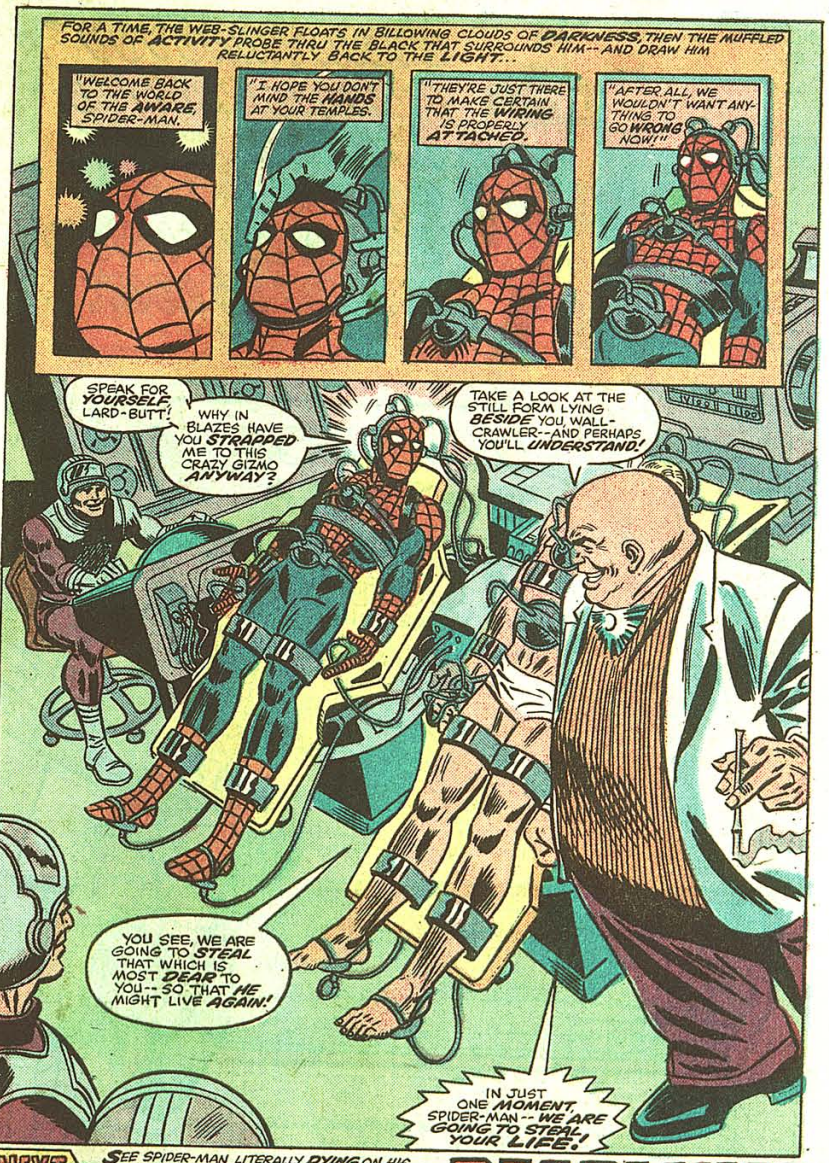
®HOSTESS IS A REGISTERED TRADEMARK OF ITT CONTINENTAL BAKING COMPANY.

TM & © 2004 MARVEL



HUNTED BY THE POLICE, IRON FIST THE LIVING WEAPON BECOMES A "KUNG FU KILLER"!

TM & © 2004 MARVEL



NEXT ISSUE.

SEE SPIDER-MAN LITERALLY DYING ON HIS FEET! SEE THE DRAMATIC RETURN OF DR. CURT CONNERS! SEE A BLAZING BATTLE royal IN THE BROOKLYN NAVY YARDS! SEE ACTION LIKE YOU'VE NEVER SEEN BEFORE IN THE THRILLER WE HAD TO CALL...

DEADLINE!

BE HERE!

TM & © 2004 MARVEL

EVERYTHING YOU ALWAYS WANTED TO KNOW ABOUT COMICS* BUT DIDN'T KNOW WHERE TO LOOK

*Look and see. More than 800 illustrations. More than 1200 entries. A world history of comics. Thousands of facts about the comics and their creators. A glossary of comic terms. Indexes to help you trace name or subject. Live in the world of the comics. Learn to look it all up for yourself. Settle bets and arguments. A fun way to learn how to use an encyclopedia.

*For kids of all ages! Chelsea House is happy to present THE WORLD ENCYCLOPEDIA OF COMICS. 800 pages of book weighing in at six pounds, every ounce chock full of facts, pictures, color, a great grab bag of fun and info for everybody. This is the place to look for everything you ever wanted to know about the world of the comics. And... If you and a friend chip in and buy two, the second copy is half-price. See the coupon for details.

800 PAGES
9" x 12"

*Here it is! The first and only encyclopedia ever done on the comics. Every comic character you've ever heard of and much more. All the comic artists and their stories with hundreds of illustrations from strips, comic books, artists' private collections...more.

PLUS! FREE! GIANT COLOR POSTER!

Chelsea House Publishers
70 West 40 Street, New York, New York 10018

☐Please send me one copy of THE WORLD ENCYCLOPEDIA OF COMICS for $30 (plus $1.50 postage and handling).

☐Please send me two copies of THE WORLD ENCYCLOPEDIA OF COMICS for $45 (plus $2.50 postage and handling), making the second one half-price.

I am sending a check or money order for a total of $_____.

Name_____

Address_____ City_____ State_____ Zip_____

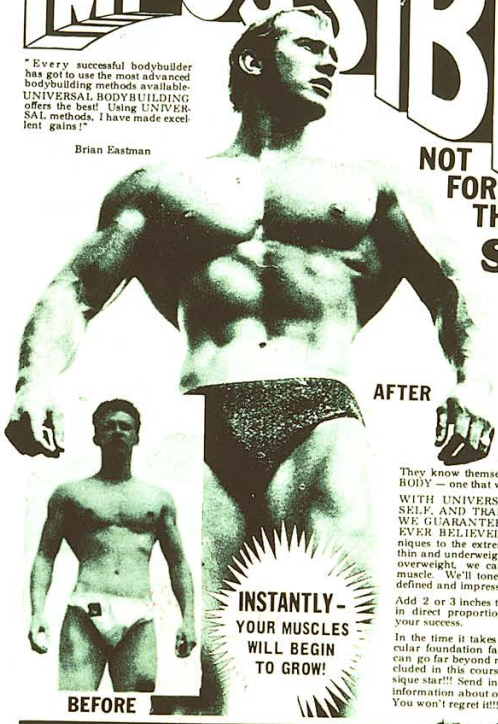
TM & © 2004 MARVEL

IMPOSSIBLE?

"Every successful bodybuilder has got to use the most advanced bodybuilding methods available. UNIVERSAL BODYBUILDING offers the best! Using UNIVERSAL methods, I have made excellent gains!"

Brian Eastman

NOT FOR THE SUPER BODYBUILDING SYSTEM!



BE BETTER THAN THE BEST, BE DYNAMIC!

MOST MEN NEVER REALIZE THEIR POTENTIAL FOR MUSCULARITY. Why? Probably because they've never come across or taken advantage of a training program quite like the one we offer here at UNIVERSAL BODYBUILDING. Our course has the ULTIMATE MASTERPLAN for TOTAL BODY DEVELOPMENT!

Very few men are satisfied with the way they look at present. They know themselves that they wouldn't mind having a REALLY MASCULINE BODY — one that will "turn on" the girls and make the guys envious.

WITH UNIVERSAL METHODS, YOU CAN BREAK OUT OF YOUR "OLD" SELF, AND TRANSFORM YOUR BODY INTO AN ATTENTION-GETTER!!! WE GUARANTEE TO IMPROVE YOUR BODY FAR BEYOND WHAT YOU'VE EVER BELIEVED POSSIBLE! We have perfected bodybuilding training techniques to the extreme, so that we can offer you the fastest gains possible. If you're thin and underweight, you'll be astonished at how quickly muscles appear. If you're overweight, we can help you to trim down the fat and replace it with rock-hard muscle. We'll tone up your abdominal area, and show you how to obtain a well-defined and impressive waist.

Add 2 or 3 inches to your arms, 4 or 5 inches to your chest — your rewards will be in direct proportion to your effort and accomplishments — nobody sets a limit to your success.

In the time it takes to complete this 12 lesson course, we can guarantee you a muscular foundation fantastic enough to be developed to your fullest potential!!! You can go far beyond mere "improvement" with the Advanced Training Techniques included in this course. We can give you the firm, rippling, muscular body of a physique star!!! Send in for our FREE COLORFUL BROCHURES TODAY (fantastic information about our course — loaded with unbelievable photographs). You won't regret it!!!

BE GREAT - BE SOMEBODY SPECIAL!

Improve your health, self-confidence and your outlook on life as you become more muscular. Regardless of your age, height or present build, we'll help you build a fabulous body. Thousands of people have taken this course with fantastic results — why not you? Whatever you look like today, we can improve on it. We guarantee it!!!

☐ ARMS — Develop big, powerful arms — the kind girls love to be held in! Command respect from everyone you meet!

☐ CHEST — Is your chest sunken and unimpressive? No more! It's easy to build a massive chest. You can measure 45, 47, or even 50 inches!

☐ BACK — Develop your upper back, and get that outstanding "V-Shape!" Often within one week you'll be able to see that wedge formation begin to take shape — it's a real attention-getter!

☐ SHOULDERS — Get rid of those puny shoulders! Instead, fill your shirts with bulging muscles!

☐ LEGS — Put some muscle on those spindly legs! Muscular legs will give you extra power like you've never dreamed possible!

☐ ABDOMEN — Trim and hard — that's the way your abs should look. Get rid of your pot-belly, improve your digestion, and get that washboard waist—all when you develop those abdominal muscles!

FREE!

UNIVERSAL BODYBUILDING
Box 485 Dept. PX
Dearborn, Michigan 48121

RUSH me those FREE COLORFUL BROCHURES TODAY! I want to be able to KNOCK 'EM DEAD with a FABULOUS BODY!!!

Enclosed find 25¢ for postage & handling.

Name_____ Age___

Address_____

City_____ State_____ Zip_____

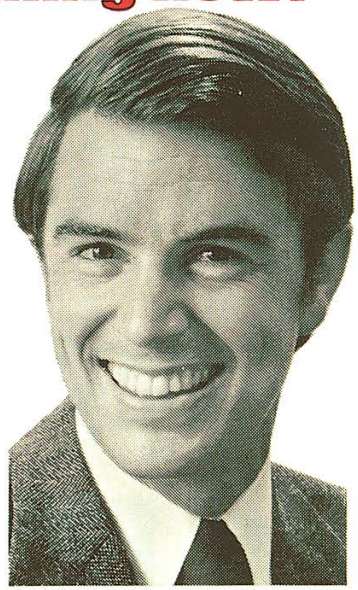
MAIL TODAY!

TM & © 2004 MARVEL

TM & © 2004 MARVEL

"Look who's smiling now!"

Sometimes a man sets his ambitions high enough to make skeptics smile. But how often he gets the last laugh! One of LaSalle's more successful graduates writes: "Since enrolling in the LaSalle course, I have progressed from trainee to a management position at three times the income. I now have more confidence in my ability and can better communicate with top management. My future looks even brighter."



The words in quotes come directly from a report sent to us by one of LaSalle's more successful graduates. LaSalle files contain many letters from men and women who have moved ahead with the help of LaSalle training. You, too, can prepare for the career opportunity of your choice through LaSalle home study – without interfering with your present work – and by devoting only a little of your spare time.

LaSalle has been a leader in home education for more than sixty years, enrolling over 2,000,000 ambitious men and women in its many courses. You study under the supervision of LaSalle's experienced faculty. Upon satisfactory completion of your study, you receive the LaSalle diploma – a respected credential.

Mailing the LaSalle postage-paid coupon alongside may be the first step toward preparing yourself for a better future, and the many good things that go with success. Simply check the program in which you are most interested, to receive a valuable free booklet describing the opportunities in that field. There is no obligation. LaSalle, 417 S. Dearborn Street, Chicago, Illinois 60605.

© 1973 LaSalle Extension University • *A Correspondence Institution*

CUT OUT, FOLD, STAPLE OR TAPE THIS COUPON TODAY. ↓ NO STAMP OR ENVELOPE IS NEEDED.

BUSINESS REPLY MAIL
No postage stamp required if mailed in the United States

Postage will be paid by
LA SALLE EXTENSION UNIVERSITY
A Correspondence Institution
417 S. DEARBORN STREET
CHICAGO, ILLINOIS 60605

FIRST CLASS
PERMIT NO. 27
CHICAGO, ILL.

FOLD HERE ↓ (DO NOT CUT) SEAL AND MAIL TODAY – NO STAMP NEEDED.

MAIL THIS POSTAGE-PAID ENVELOPE

LA SALLE EXTENSION UNIVERSITY
A Correspondence Institution

Please send me, without cost or obligation, FREE booklet and full information on the opportunity I have checked below:

ACCOUNTING
☐ General Accounting
☐ Advanced Accounting
☐ CPA Review

BUSINESS MANAGEMENT
☐ Complete Training

PERSONNEL MANAGEMENT
☐ Complete Training

REAL ESTATE
☐ Complete Training

DIESEL MECHANICS
☐ Maintenance & Repair

DENTAL OFFICE ASSISTANT
☐ Complete Training

MUSIC INSTRUCTION**
☐ Piano ☐ Guitar
☐ Spinet Organ

ART TRAINING**
☐ Complete Training
**Non-diploma course. No submissions required.

INTERIOR DECORATING
☐ Complete Training

ADMINISTRATIVE ASSISTANT
☐ Exec. Secretarial Skills

COMPUTER PROGRAMMING
☐ Basic Training

TRAFFIC & TRANSPORTATION
☐ Complete Training

WRITING
☐ Fiction
☐ Non-Fiction

DRAFTING
☐ Complete Training

ELECTRONICS
☐ FCC License

SUPERVISORY MANAGEMENT
☐ Management Skills

HIGH SCHOOL
☐ Diploma Program

SECRETARIAL
☐ Complete Training

Executive Law Training
☐ Law for Executive Leadership*
☐ Law for Police Officers*
*No state accepts any law home study course, including LaSalle's, as sufficient education to qualify for admission to practice law.

RESTAURANT MANAGEMENT
☐ Management Training

BANKING & FINANCE
☐ Management Training

STENOTYPE
☐ Machine Shorthand

MOTEL/HOTEL MANAGEMENT
☐ Complete Training

AIR CONDITIONING & REFRIGERATION
☐ Service & Repair

Dept. 82-004

Mr.
Mrs. ..... Age.....
Miss (Circle title and please print)

Address ..... Apt. No.....

City & State ..... Zip..... 21

54D

TM & © 2004 MARVEL